

United States Bankruptcy Court
Northern District of California

In re **Doyle D. Heaton,
Mary K. Heaton**

Debtors

Case No. **10-40297**

Chapter **11**

SUMMARY OF SCHEDULES

Indicate as to each schedule whether that schedule is attached and state the number of pages in each. Report the totals from Schedules A, B, D, E, F, I, and J in the boxes provided. Add the amounts from Schedules A and B to determine the total amount of the debtor's assets. Add the amounts of all claims from Schedules D, E, and F to determine the total amount of the debtor's liabilities. Individual debtors must also complete the "Statistical Summary of Certain Liabilities and Related Data" if they file a case under chapter 7, 11, or 13.

NAME OF SCHEDULE	ATTACHED (YES/NO)	NO. OF SHEETS	ASSETS	LIABILITIES	OTHER
A - Real Property	Yes	3	11,955,000.00		
B - Personal Property	Yes	12	** 7,333,995.60		
C - Property Claimed as Exempt	Yes	1			
D - Creditors Holding Secured Claims	Yes	12		12,648,860.95	
E - Creditors Holding Unsecured Priority Claims (Total of Claims on Schedule E)	Yes	2		66,435.89	
F - Creditors Holding Unsecured Nonpriority Claims	Yes	7		118,661,304.00	
G - Executory Contracts and Unexpired Leases	Yes	1			
H - Codebtors	Yes	3			
I - Current Income of Individual Debtor(s)	Yes	1			60,198.00
J - Current Expenditures of Individual Debtor(s)	Yes	2			60,185.00
Total Number of Sheets of ALL Schedules		44			
Total Assets			19,288,995.60		
Total Liabilities				131,376,600.84	

** Includes assets held in Trust that do not constitute property of the Debtors' estate, but are included herein for disclosure purposes only.

NOTES TO SCHEDULES OF ASSETS AND LIABILITIES AND STATEMENT OF FINANCIAL AFFAIRS

General Disclaimer

The Debtors have prepared their Schedules of Assets and Liabilities and the Statement of Financial Affairs (the "Schedules and Statements") based on the information available to them. The information set forth in the Schedules and Statements has not been audited as of the date of these Schedules and Statements, and the Debtors cannot warrant the absolute accuracy of all figures. The Debtors have made a diligent effort to complete these documents accurately and completely. To the extent additional information becomes available, the Debtors will amend and supplement the Schedules and Statements.

Schedules A and B Disclaimer

Unless otherwise noted, all of the amounts listed on Schedules A and B represent the value of the Debtors' assets based upon the Debtors' experience and judgment. The Debtors have not obtained independent appraisals of the value of these assets. The actual value of the assets listed may differ significantly from the amounts reflected in the Schedules. It would be prohibitively expensive and unduly burdensome to obtain current market valuations of the Debtors' property interests.

The Trusts listed in the Debtors' Schedule B, and the assets of such Trusts, do not constitute property of the Debtors' estate, and are listed for disclosure purposes only.

Schedule D Disclaimer

The Debtors have listed creditors as "Creditors Holding Secured Claims" for informational purposes only, and do not acknowledge or admit by so classifying the existence, validity, or amount of the claim or of any security interest these creditors may claim to have against any or all of the Debtors' assets. The Debtors expressly retain all rights to challenge the existence, validity, perfection, collectability or amount of any alleged secured claim, and retain all other rights and powers to challenge said alleged secured claim, on any basis, including, without limitation, the right to equitable or contractual subordination of such claim.

The Debtors' failure to designate a claim on Schedule D as "disputed," "contingent," or "unliquidated" does not constitute an admission by the Debtors that such claim is not "disputed," "contingent," or "unliquidated." The Debtors reserve the right to dispute, or to assert offsets or defenses to, any claim reflected on Schedule D as to amount, liability, or classification, or to otherwise subsequently designate any claim as "disputed," "contingent," or "unliquidated." Moreover, the Debtors reserve the right to challenge the amount, nature, and classification of any claim listed on Schedule D.

Schedule E Disclaimer

Amounts listed on Schedule E are preliminary amounts and are subject to reconciliation and amendment by the Debtors. The Debtors' characterization of these claims as priority claims is preliminary in nature, and the Debtors reserve the right to dispute or challenge whether such claims are entitled to priority.

The Debtors' failure to designate a claim on Schedule E as "disputed," "contingent," or "unliquidated" does not constitute an admission by the Debtors that such claim is not "disputed," "contingent," or "unliquidated." The Debtors reserve the right to dispute, or to assert offsets or defenses to, any claim reflected on Schedule E as to amount, liability, or classification, or to

otherwise subsequently designate any claim as “disputed,” “contingent,” or “unliquidated.” Moreover, the Debtors reserve the right to challenge the amount, nature, and classification of any claim listed on Schedule E.

Schedule F Disclaimer

The claims listed in Schedule F arose or were incurred on various dates. A determination of the date upon which each claim in Schedule F was incurred or arose would be unduly burdensome and cost prohibitive. Therefore, the Debtors have not specified the dates on which the claims listed on Schedule F arose or were incurred.

The Debtors’ failure to designate a claim on Schedule F as “disputed,” “contingent,” or “unliquidated” does not constitute an admission by the Debtors that such claim is not “disputed,” “contingent,” or “unliquidated.” The Debtors reserve the right to dispute, or to assert offsets or defenses to, any claim reflected on Schedule F as to amount, liability, or classification, or to otherwise subsequently designate any claim as “disputed,” “contingent,” or “unliquidated.” Moreover, the Debtors reserve the right to challenge the amount, nature, and classification of any claim listed on Schedule F. Finally, the Debtors expressly retain all rights to seek equitable or contractual subordination of any listed claim.

Schedule G Disclaimer

Schedule G is furnished for informational purposes only to apprise parties in interest of possible contractual relationships of the Debtors as of the commencement of this case and is derived from documents in the possession of the Debtors. This Schedule is not an admission or recognition that any contractual relationship exists or existed or that, if such a relation existed, said relationship presently exists. The Debtors do not waive any right to rescission or reformation or defense respecting any contract.

Similarly, Schedule G is not an admission or recognition that any contractual relationship constitutes an “Executory Contract.” Some contracts listed in Schedule G may have been validly terminated or expired by their own terms prior to the commencement of this case, but have been listed notwithstanding any such possible termination or expiration in order to provide representation of the Debtors’ affairs and in the event that one or more parties in interest may take the position that an executory contract existed as of the commencement of this case.

Similarly, Schedule G is not an admission or recognition that any contractual relationship constitutes a lease or an “Executory Contract” nor is the characterization of a contract as a “Lease” an admission that the contract is a true lease and not a security agreement.

United States Bankruptcy Court
Northern District of California

In re **Doyle D. Heaton,
Mary K. Heaton**

Debtors

Case No. **10-40297**

Chapter **11**

STATISTICAL SUMMARY OF CERTAIN LIABILITIES AND RELATED DATA (28 U.S.C. § 159)

If you are an individual debtor whose debts are primarily consumer debts, as defined in § 101(8) of the Bankruptcy Code (11 U.S.C. § 101(8)), filing a case under chapter 7, 11 or 13, you must report all information requested below.

- ☐ Check this box if you are an individual debtor whose debts are NOT primarily consumer debts. You are not required to report any information here.

This information is for statistical purposes only under 28 U.S.C. § 159.

Summarize the following types of liabilities, as reported in the Schedules, and total them.

Type of Liability	Amount
Domestic Support Obligations (from Schedule E)	
Taxes and Certain Other Debts Owed to Governmental Units (from Schedule E)	
Claims for Death or Personal Injury While Debtor Was Intoxicated (from Schedule E) (whether disputed or undisputed)	
Student Loan Obligations (from Schedule F)	
Domestic Support, Separation Agreement, and Divorce Decree Obligations Not Reported on Schedule E	
Obligations to Pension or Profit-Sharing, and Other Similar Obligations (from Schedule F)	
TOTAL	

State the following:

Average Income (from Schedule I, Line 16)	
Average Expenses (from Schedule J, Line 18)	
Current Monthly Income (from Form 22A Line 12; OR, Form 22B Line 11; OR, Form 22C Line 20)	

State the following:

1. Total from Schedule D, "UNSECURED PORTION, IF ANY" column		
2. Total from Schedule E, "AMOUNT ENTITLED TO PRIORITY" column		
3. Total from Schedule E, "AMOUNT NOT ENTITLED TO PRIORITY, IF ANY" column		
4. Total from Schedule F		
5. Total of non-priority unsecured debt (sum of 1, 3, and 4)		

In re **Doyle D. Heaton,
Mary K. Heaton**Case No. **10-40297**

Debtors

SCHEDULE A - REAL PROPERTY

Except as directed below, list all real property in which the debtor has any legal, equitable, or future interest, including all property owned as a cotenant, community property, or in which the debtor has a life estate. Include any property in which the debtor holds rights and powers exercisable for the debtor's own benefit. If the debtor is married, state whether husband, wife, both, or the marital community own the property by placing an "H," "W," "J," or "C" in the column labeled "Husband, Wife, Joint, or Community." If the debtor holds no interest in real property, write "None" under "Description and Location of Property."

Do not include interests in executory contracts and unexpired leases on this schedule. List them in Schedule G - Executory Contracts and Unexpired Leases.

If an entity claims to have a lien or hold a secured interest in any property, state the amount of the secured claim. See Schedule D. If no entity claims to hold a secured interest in the property, write "None" in the column labeled "Amount of Secured Claim." If the debtor is an individual or if a joint petition is filed, state the amount of any exemption claimed in the property only in Schedule C - Property Claimed as Exempt.

Description and Location of Property	Nature of Debtor's Interest in Property	Husband, Wife, Joint, or Community	Current Value of Debtor's Interest in Property, without Deducting any Secured Claim or Exemption	Amount of Secured Claim
Rental Property located at 713 Yorkshire, Petaluma, CA	100% ownership interest	H	360,000.00	487,159.00
Rental Property located at 715 Yorkshire, Petaluma, CA	100% ownership interest	H	360,000.00	488,033.00
Rental Property located at 8172 Locust Pl., Dublin, CA	100% ownership interest	H	430,000.00	406,490.00
Rental Property located at 8192 Locust Pl., Dublin, CA	100% ownership interest	H	430,000.00	406,490.00
Rental Property located at 7094 Wineberry Way, Dublin, CA	100% ownership interest	H	430,000.00	414,309.00
Rental Property located at 8203 Mulberry Pl., Dublin, CA	100% ownership interest	H	430,000.00	414,309.00
Rental Property located at 8110 Locust Pl., Dublin, CA	100% ownership interest	H	430,000.00	408,991.00
Rental Property located at 8211 Mulberry Pl., Dublin, CA	100% ownership interest	H	430,000.00	398,794.00
Rental Property located at 1729 Sapling #B, Concord, CA	100% ownership interest	H	230,000.00	242,954.00
Rental Property located at 1731 Sapling #A, Concord, CA	100% ownership interest	H	230,000.00	242,940.00
Rental Property located at 1632 Oak Park Blvd., Pleasant Hill, CA	100% ownership interest	H	540,000.00	849,667.00
Rental Property located at 1636 Oak Park Blvd., Pleasant Hill, CA	100% ownership interest	H	540,000.00	845,689.00
Sub-Total >			4,840,000.00	(Total of this page)

2 continuation sheets attached to the Schedule of Real Property

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Debtors

SCHEDULE A - REAL PROPERTY
(Continuation Sheet)

Description and Location of Property	Nature of Debtor's Interest in Property	Husband, Wife Joint, or Community	Current Value of Debtor's Interest in Property, without Deducting any Secured Claim or Exemption	Amount of Secured Claim
Rental Property located at 1640 Oak Park Blvd., Units A & B, Pleasant Hill, CA	100% ownership interest	H	540,000.00	848,618.00
Rental Property located at 1916 Belgrave Dr., Petaluma, CA	100% ownership interest	H	360,000.00	289,650.24
Rental Property located at 640 Casella Way, Petaluma, CA	100% ownership interest	H	360,000.00	313,783.00
Rental Property located at 684 Casella Way, Petaluma, CA	100% ownership interest	H	360,000.00	313,783.00
Rental Property located at 719 Yorkshire, Petaluma, CA	100% ownership interest	H	360,000.00	313,783.00
Rental Property located at 1100 Riverpine Circle, Petaluma, CA	100% ownership interest	H	390,000.00	168,924.00
Rental Property located at 1104 Riverpine Circle, Petaluma, CA	100% ownership interest	H	390,000.00	260,309.00
Rental Property located at 708 Casella Way, Petaluma, CA	100% ownership interest	H	360,000.00	314,118.00
Rental Property located at 712 Casella Way, Petaluma, CA	100% ownership interest	H	360,000.00	316,412.71
Rental Property located at 1479 Woodside Circle, Petaluma, CA	100% ownership interest	H	400,000.00	352,382.00
Rental Property located at 1477 Woodside Circle, Petaluma, CA	100% ownership interest	H	400,000.00	576,424.00
Rental Property located at 1473 Woodside Circle, Petaluma, CA	100% ownership interest	H	400,000.00	352,382.00
Rental Property located at 1475 Woodside Circle, Petaluma, CA	100% ownership interest	H	400,000.00	352,382.00
Rental Property located at 18 Village Square Pl., Petaluma, CA	100% ownership interest	H	510,000.00	717,386.00
Rental Property located at 22 Village Square Pl., Petaluma, CA	100% ownership interest	H	510,000.00	717,386.00
Sub-Total >			6,100,000.00	(Total of this page)

Sheet 1 of 2 continuation sheets attached to the Schedule of Real Property

In re **Doyle D. Heaton,
Mary K. Heaton**

Case No. 10-40297

Debtors

SCHEDULE A - REAL PROPERTY
(Continuation Sheet)

Description and Location of Property	Nature of Debtor's Interest in Property	Husband, Wife Joint, or Community	Current Value of Debtor's Interest in Property, without Deducting any Secured Claim or Exemption	Amount of Secured Claim
Rental Property located at 718 Anza Ct., Walnut Creek, CA	100% ownership interest	H	540,000.00	536,456.00
Vacant lot located at 2962 Cherry Lane, Walnut Creek, CA	100% ownership interest	J	475,000.00	0.00

In re **Doyle D. Heaton,
Mary K. Heaton**Case No. **10-40297**

Debtors

SCHEDULE B - PERSONAL PROPERTY

Except as directed below, list all personal property of the debtor of whatever kind. If the debtor has no property in one or more of the categories, place an "X" in the appropriate position in the column labeled "None." If additional space is needed in any category, attach a separate sheet properly identified with the case name, case number, and the number of the category. If the debtor is married, state whether husband, wife, both, or the marital community own the property by placing an "H," "W," "J," or "C" in the column labeled "Husband, Wife, Joint, or Community." If the debtor is an individual or a joint petition is filed, state the amount of any exemptions claimed only in Schedule C - Property Claimed as Exempt.

Do not list interests in executory contracts and unexpired leases on this schedule. List them in Schedule G - Executory Contracts and Unexpired Leases.

If the property is being held for the debtor by someone else, state that person's name and address under "Description and Location of Property." If the property is being held for a minor child, simply state the child's initials and the name and address of the child's parent or guardian, such as "A.B., a minor child, by John Doe, guardian." Do not disclose the child's name. See, 11 U.S.C. § 112 and Fed. R. Bankr. P. 1007(m).

Type of Property	N O N E	Description and Location of Property	Husband, Wife, Joint, or Community	Current Value of Debtor's Interest in Property, without Deducting any Secured Claim or Exemption
1. Cash on hand		Cash	J	6,860.00
		DRG Builders paycheck dated 12/31/09 (not yet deposited)	H	8,450.65
		CitiMortgage refund for payoff overpayment	J	240.67
2. Checking, savings or other financial accounts, certificates of deposit, or shares in banks, savings and loan, thrift, building and loan, and homestead associations, or credit unions, brokerage houses, or cooperatives.		See Attachment B2 hereto for details	H	303,465.69
		See Attachment B2 hereto for details	W	143,550.35
		See Attachment B2 hereto for details	J	2,175.72
3. Security deposits with public utilities, telephone companies, landlords, and others.	X			
4. Household goods and furnishings, including audio, video, and computer equipment.		Miscellaneous household goods and furnishings located at 2960 Cherry Lane, Walnut Creek, CA	J	30,000.00
		Miscellaneous household goods and furnishings located at 12916 Falcon Point Pl., Truckee, CA	J	20,000.00
5. Books, pictures and other art objects, antiques, stamp, coin, record, tape, compact disc, and other collections or collectibles.	X			
6. Wearing apparel.		Miscellaneous clothing located at 2960 Cherry Lane, Walnut Creek, CA	J	12,000.00
7. Furs and jewelry.		Miscellaneous jewelry located at 2960 Cherry Lane, Walnut Creek, CA	J	5,000.00
8. Firearms and sports, photographic, and other hobby equipment.		2 shotguns, 2 hunting rifles	H	7,000.00

Sub-Total > **538,743.08**
(Total of this page)

5 continuation sheets attached to the Schedule of Personal Property

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In re **Doyle D. Heaton,
Mary K. Heaton**Case No. **10-40297**

Debtors

SCHEDULE B - PERSONAL PROPERTY
(Continuation Sheet)

Type of Property	N O N E	Description and Location of Property	Husband, Wife, Joint, or Community	Current Value of Debtor's Interest in Property, without Deducting any Secured Claim or Exemption
9. Interests in insurance policies. Name insurance company of each policy and itemize surrender or refund value of each.	X			
10. Annuities. Itemize and name each issuer.	X			
11. Interests in an education IRA as defined in 26 U.S.C. § 530(b)(1) or under a qualified State tuition plan as defined in 26 U.S.C. § 529(b)(1). Give particulars. (File separately the record(s) of any such interest(s). 11 U.S.C. § 521(c).)	X			
12. Interests in IRA, ERISA, Keogh, or other pension or profit sharing plans. Give particulars.		Wachovia / Wells Fargo Investments IRA Account No. xxxx-0397	H	75,911.97
		Northrim Bank Roth IRA Account No. xxxx-xx3927	W	6,000.00
		Delco Builders and Developers, Inc. Profit Sharing Plan	H	1,822,585.50
		Cash surrender value in Cigna whole life insurance policy No. 1976471 held under the Delco Builders and Development, Inc. Profit Sharing Plan	H	139,732.94
13. Stock and interests in incorporated and unincorporated businesses. Itemize.		Wachovia / Wells Fargo Investments Stock Account No. xxxx-0455	H	24,391.97
		Wachovia / Wells Fargo Investment Stock Account No. xxxx-6352	W	11,337.46
		Cimarex Energy Stock - 1700 Lincoln Street, Ste 1800 Denver, CO	J	38,800.00
14. Interests in partnerships or joint ventures. Itemize.		48% membership interest in Adobe Partners, LLC. See Attachment B14 for a description of assets.	H	0.00
		90% interest in Cherry Lane Associates, L.P. See Attachment B14 for a description of assets.	H	0.00
	**	29.958% membership interest in Clover DHDA, LLC. See Attachment B14 for a description of assets. (included in the Debtor's equity is a note assigned to Wells Fargo Bank in the amount of \$825,000)	H	1,000,000 - 4,000,000.00

** Estimated future value in two to three years assuming that land entitlement process moves forward and real estate values recover.

Sub-Total > **3,118,759.84**
(Total of this page)

Sheet **1** of **5** continuation sheets attached
to the Schedule of Personal Property

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In re **Doyle D. Heaton,
Mary K. Heaton**Case No. **10-40297**

Debtors

SCHEDULE B - PERSONAL PROPERTY
(Continuation Sheet)

Type of Property	N O N E	Description and Location of Property	Husband, Wife, Joint, or Community	Current Value of Debtor's Interest in Property, without Deducting any Secured Claim or Exemption
		20% membership interest in Corona Road Associates, LLC. See Attachment B14 for a description of assets.	H	0.00
		100% interest in Delco Builders and Developers, Inc. See Attachment B14 for a description of assets.	H	0.00
		51% membership interest in DG&H Developers, LLC. See Attachment B14 for a description of assets.	H	0.00
		45% membership interest in DRG Builders, LLC. See Attachment B14 for a description of assets.	H	0.00
		100% membership interest in HWR, LLC. See Attachment B14 for a description of assets.	H	0.00
		100% membership interest in Mardel, LLC. See Attachment B14 for a description of assets.	H	0.00
	**	20% membership interest in Oak Brook Partners II, LLC. See Attachment B14 for a description of assets.	H	50,000 - 500,000.00
		90% membership interest in Petaluma Ventures, LLC. See Attachment B14 for a description of assets.	H	0.00
		100% interest in SCG Builders, Inc. See Attachment B14 for a description of assets.	H	0.00
		95% membership interest in Sonoma-Napa Partners, LLC. See Attachment B14 for a description of assets.	H	0.00
		18.388% membership interest in Walden Park Associates, LLC. See Attachment B14 for a description of assets.	H	0.00
		51% membership interest in Washington Associates, LLC. See Attachment B14 for a description of assets.	H	0.00
		51% membership interests in Windsor Lofts, LLC (to be dissolved). See Attachment B14 for a description of assets.	H	0.00

**Estimated value depending on outcome of pending arbitration proceedings and disposition of property.

Sub-Total >	50,000.00
(Total of this page)	

Sheet **2** of **5** continuation sheets attached
to the Schedule of Personal Property

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Mary K. Heaton**Case No. **10-40297**

Debtors

SCHEDULE B - PERSONAL PROPERTY
(Continuation Sheet)

Type of Property	N O N E	Description and Location of Property	Husband, Wife, Joint, or Community	Current Value of Debtor's Interest in Property, without Deducting any Secured Claim or Exemption
15. Government and corporate bonds and other negotiable and nonnegotiable instruments.	X			
16. Accounts receivable.		Note Receivable - Antinori Development, LLC in the principal amount of \$1,476,830 (Obligor subject of pending Chapter 7 case)	H	0.00
		Note Receivable - Josephine Parc, LLC in the principal amount of \$603,126.22 (Obligor subject of pending Chapter 7 case)	H	0.00
17. Alimony, maintenance, support, and property settlements to which the debtor is or may be entitled. Give particulars.	X			
18. Other liquidated debts owed to debtor including tax refunds. Give particulars.	X			
19. Equitable or future interests, life estates, and rights or powers exercisable for the benefit of the debtor other than those listed in Schedule A - Real Property.	X			
** 20. Contingent and noncontingent interests in estate of a decedent, death benefit plan, life insurance policy, or trust.		Doyle D. Heaton and Mary K. Heaton Irrevocable Trust dated May 28, 1991. See Attachment B20 for a description of Trust Assets	J	1,103,927.38
		Heaton Family Revocable Trust Dated February 6, 1986. See Attachment B20 for a description of Trust Assets	J	28,200.78
		Doyle D. Heaton Alaska Trust dated September 24, 2008. See Attachment B20 for a description of Trust Assets	H	649,099.57
		Mary K. Heaton Alaska Trust dated September 24, 2008. See Attachment B20 for a description of Trust Assets	W	239,764.95
		Doyle D. Heaton Qualified Personal Residence Trust Walnut Creek dated November, 2008. See Attachment B20 for a description of Trust Assets	H	425,000.00
		Mary K. Heaton Personal Qualified Residence Trust Walnut Creek dated November, 2008. See Attachment B20 for a description of Trust Assets	W	425,000.00

**The Trusts listed herein and the assets of such Trusts do not constitute property of the Debtors' estate, but are provided here for disclosure purposes only.

Sub-Total > **2,870,992.68**
(Total of this page)

Sheet **3** of **5** continuation sheets attached
to the Schedule of Personal Property

In re **Doyle D. Heaton,
Mary K. Heaton**Case No. **10-40297**

Debtors

SCHEDULE B - PERSONAL PROPERTY
(Continuation Sheet)

Type of Property	N O N E	Description and Location of Property	Husband, Wife, Joint, or Community	Current Value of Debtor's Interest in Property, without Deducting any Secured Claim or Exemption
		Doyle D. Heaton Qualified Personal Residence Trust Truckee dated September 24, 2008. See Attachment B20 for a description of Trust Assets	H	690,000.00
21. Other contingent and unliquidated claims of every nature, including tax refunds, counterclaims of the debtor, and rights to setoff claims. Give estimated value of each.	X			
22. Patents, copyrights, and other intellectual property. Give particulars.	X			
23. Licenses, franchises, and other general intangibles. Give particulars.		Class B, California Contractor's License No. 386387	H	Unknown
24. Customer lists or other compilations containing personally identifiable information (as defined in 11 U.S.C. § 101(41A)) provided to the debtor by individuals in connection with obtaining a product or service from the debtor primarily for personal, family, or household purposes.	X			
25. Automobiles, trucks, trailers, and other vehicles and accessories.		1997 Lexus LX450 located at 12916 Falcon Pl. Truckee, CA	J	5,000.00
		2003 Lexus LX470 located at 2960 Cherry Lane, Walnut Creek, CA	J	9,000.00
		2004 Toyota Sienna located at 2960 Cherry Lane, Walnut Creek, CA	J	10,000.00
		2005 Lexus SC430 located at 2960 Cherry Lane, Walnut Creek, CA	J	29,500.00
26. Boats, motors, and accessories.		2004 17' Lund Boat and trailer	J	12,000.00
27. Aircraft and accessories.	X			
28. Office equipment, furnishings, and supplies.	X			
29. Machinery, fixtures, equipment, and supplies used in business.	X			
30. Inventory.	X			
Sub-Total > (Total of this page)				755,500.00

Sheet **4** of **5** continuation sheets attached
to the Schedule of Personal Property**Case: 10-40297 Doc# 26 Filed: 01/25/10 Entered: 01/25/10 15:18:23 Page 12 of**

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SCHEDULE B - PERSONAL PROPERTY
(Continuation Sheet)

Type of Property	N O N E	Description and Location of Property	Husband, Wife, Joint, or Community	Current Value of Debtor's Interest in Property, without Deducting any Secured Claim or Exemption
31. Animals.	X			
32. Crops - growing or harvested. Give particulars.	X			
33. Farming equipment and implements.	X			
34. Farm supplies, chemicals, and feed.	X			
** 35. Other personal property of any kind not already listed. Itemize.		Financial accounts for the benefit of Debtors' children. See Attachment B35 for details.	-	0.00

** The accounts listed on Attachment B35 were created for the benefit of the Debtors' minor children over 20 years ago and do not constitute property of the Debtors' estate. This information is provided for disclosure purposes only.

Sub-Total > **0.00**
(Total of this page)
Total > **7,333,995.60**

Sheet **5** of **5** continuation sheets attached
to the Schedule of Personal Property

(Report also on Summary of Schedules)

Bank Name	Account Type	Contact Person Name	Street Address	City	State	Zip Code	Telephone Number	Fax Number	Account Number	Account Balance
DOYLE D. HEATON										
Wells Fargo Bank	Checking	Doug Palmer	2001 N. Main Street, Suite 410	Walnut Creek	CA	94596	925-296-3605	866-494-2760	xxxx-xx8037	957.17
Wells Fargo Bank	Checking	Doug Palmer	2001 N. Main Street, Suite 410	Walnut Creek	CA	94596	925-296-3605	866-494-2760	xxxx-xx7729	0.00
Bank of Marin	Money Market	Linda Steidle	504 Redwood Blvd, Ste 100	Novato	CA	94947	415-884-5342	415-884-4754	xxx2920	1,835.03
Charles Schwab	Money Market	Douglas Kaminski	100 Pringle Ave Ste 100	Walnut Creek	CA	94596	925-974-6904	925-974-2929	xxxx-9175	1,084.09
City National Bank	Secured CD	Jane McKelvie	10801 West Charleston Blvd, Ste 250	Las Vegas	NV	89135	702-952-4485	702-952-4437	xxxxx1334	0.00
Heritage Bank	Checking	Cathy Raty	300 Main Street	Pleasanton	CA	94566	925-314-2894	925-314-2899	xxxxx3252	0.07
Northrim Bank	Checking	Nicole Jones	PO Box 241489	Anchorage	AK	99524-1489	907-261-3582	907-261-4611	xxxxx48483	274,462.40
Northrim Bank	Performance Index	Nicole Jones	PO Box 241489	Anchorage	AK	99524-1489	907-261-3582	907-261-4611	xxxxxx9100	25,126.93
										303,465.69
MARY K. HEATON										
Northrim Bank	(Antiques) Checking	Nicole Jones	PO Box 241489	Anchorage	AK	99524-1489	907-261-3582	907-261-4611	xxxxxx7117	13,979.56
Northrim Bank	Checking	Nicole Jones	PO Box 241489	Anchorage	AK	99524-1489	907-261-3582	907-261-4611	xxxxxx7067	108,001.20
Northrim Bank	CD	Nicole Jones	PO Box 241489	Anchorage	AK	99524-1489	907-261-3582	907-261-4611	xxxxxx9261	5,158.30
City National Bank	CD	Jane McKelvie	10801 West Charleston Blvd, Ste 250	Las Vegas	NV	89135	702-952-4485	702-952-4437	xxxxx9373	13,066.60
Wells Fargo Bank	PERSONAL (Dance Acct)	Doug Palmer	2001 N. Main Street, Suite 410	Walnut Creek	CA	94596	925-296-3605	866-494-2760	xxxx-xx8888	-50.00
Wells Fargo Bank	PERSONAL (Antiques Acct)	Doug Palmer	2001 N. Main Street, Suite 410	Walnut Creek	CA	94596	925-296-3605	866-494-2760	xxxx-xx8367	2,638.17
Wells Fargo Bank	PERSONAL Savings	Doug Palmer	2001 N. Main Street, Suite 410	Walnut Creek	CA	94596	925-296-3605	866-494-2760	xxxx-xx3311	756.52
										143,550.35
JOINT ACCOUNT										
Bank of America	Checking	n/a	PO Box 37176	San Francisco	CA	94137-0178	925-682-4644		xxxxx-x2190	1,031.62
Bank of America	Savings	n/a	PO Box 37176	San Francisco	CA	94137-0178	925-682-4644		xxxxx-x2749	1,144.10
										2,175.72

Attachment B14 – Assets Owned by Partnerships or Joint Ventures

Adobe Partners, LLC:

Description: Developer of Technology Lane Business Center (20 office/warehouse condominiums in Petaluma, CA). Estimated fair market value is approximately \$3,000,000.

Project Status: Construction of building is mostly completed. 9 of 20 units have been sold.

Lender: Central Pacific Bank. Current loan balance is approximately \$3,038,328. Project is currently in foreclosure proceedings.

Cherry Lane & Associates, Ltd.

Description: Developer of various residential real estate projects.

Project Status: No current active projects

Lender: No secured loans outstanding

Clover DHDA LLC

Description: Developer of Riverdale ranch raw land parcels in Cloverdale, CA. 200+/- potential new homes. Estimated fair market value is approximately \$5,200,000.

Project Status: Project is currently seeking development approvals from City of Cloverdale.

Lender: Seller financing. \$2,600,000 approximately outstanding.

Corona Road Associates LLC

Description: Developer of Corona Road raw land parcels in Petaluma, CA. 40+/- potential new homes. Developer of N. McDowell Blvd raw land parcel in Petaluma, CA. Estimated fair market value is approximately \$4,300,000.

Project Status: Project is currently seeking development approvals from City of Petaluma.

Lender: Bank of Marin \$4,454,924 approximately outstanding on Corona Road parcels.
Exchange Bank \$353,594 approximately outstanding on N. McDowell Blvd parcel.

Delco Builders & Developers, Inc.

Description: Operator of a homebuilding company
10% membership interest in Cherry Lane Associates, LLC
10% membership interest in Petaluma Ventures, LLC
5% membership interest in Sonoma-Napa Partners, LLC

Project Status: No current active projects

Lender: No loans outstanding

DG & H Developers LLC

Description: Developer of American Way raw land parcels in Windsor, CA.

Project Status: Raw land, no construction started. Estimated fair market value is approximately \$1,600,000.

Lender: Bank of Marin \$1,525,807 approximately outstanding.

Attachment B14 – Assets Owned by Partnerships or Joint Ventures

DRG Builders Inc.

Description: Operator of a homebuilding company
Project Status: Five currently active development projects owned by Mardel LLC, Sonoma-Napa Partners, LLC, HWR, LLC and Southgate Partners, LLC
Lender: No loans outstanding

HWR LLC

Description: Developer of Highland Trail residential development in Hayward, CA.
Project Status: 7 of 10 homes constructed, 5 sold. Estimated fair market value is approximately \$2,550,000.
Lender: First Republic Bank \$4,801,593 approximately outstanding

Mardel LLC

Description: Developer of Southgate phases 2&3 residential development in Petaluma, CA (138 homes) and Seven Hills residential development in Castro Valley, CA (16 homes).
100% membership interest in Del Nova, LLC
75% membership interest in Southgate Partners, LLC
Project Status: Southgate: 55 homes completed, 49 sold. Estimated fair market value for the Southgate II is \$4,400,000 and for Southgate III is \$5,200,000.
Seven Hills: 8 homes completed, 8 under construction, 12 sold. Estimated fair market value for Seven Hills is approximately \$5,100,000.
Lender: Wells Fargo Bank \$20,887,930 approximately outstanding – Southgate 2&3 (secured)
Wells Fargo Bank \$4,509,836 approximately outstanding – Seven Hills (secured)

Oak Brook Partners II LLC

Description: Developer of ABBA self storage facility in Concord, CA
Project Status: Construction of the project is completed. Litigation is currently underway between certain partners. Estimated fair market value for the facility is approximately \$7,000,000. (This project is in the process of being appraised and the value is subject to a settlement pending with various partners).
Lender: Wells Fargo Bank \$6,490,000 approximately outstanding

SCG Builders Inc.

Description: General contracting entity for Heaton-related developments
.96785 membership interest in Walden Park Associates, LLC
2% membership interest in Adobe Partners, LLC
Project Status: Five currently active development projects owned by Mardel LLC, Sonoma-Napa Partners, LLC, HWR, LLC and Southgate Partners, LLC
Lender: No loans outstanding

Attachment B14 – Assets Owned by Partnerships or Joint Ventures

Sonoma-Napa Partners, LLC

Description: Developer of Oak Leaf Ranch residential development in Napa, CA (45 homes) and Glennview residential development in Santa Rosa, CA (49 homes).

Project Status: Oak Leaf Ranch: 26 homes completed, 4 under construction, 22 sold
Glennview: 23 homes completed, 22 sold. Estimated fair market value is approximately \$6,400,00 for Oak Leaf Ranch and approximately \$1,600,000 for Glennview.

Lender: Wells Fargo Bank \$8,706,854 approximately outstanding – Oak Leaf Ranch (secured)

Wells Fargo Bank \$5,838,704 approximately outstanding – Glennview (secured)

Southgate Partners LLC

Description: Developer of Southgate phase 1 residential development in Petaluma, CA (78 homes)

Project Status: 5 homes completed, 65 sold. Estimated fair market value is approximately \$2,000,000.

Lender: Wells Fargo Bank \$2,972,965 approximately outstanding (secured)

Walden Park Associates, LLC

Description: Developer of the Walden Park residential development in Walnut Creek, CA (65 townhomes)

Project Status: project is approved by the City of Walnut Creek. No construction has started. Estimated fair market value is approximately \$12,000,000

Lender: First Republic Bank \$9,500,000 approximately outstanding

Washington Associates, LLC

Description: Formed for Washington projects.

Project Status: None

Lender: None

Windsor Lofts LLC

Description: Possible future developer of American property presently in DG&H Developers LLC.

Project Status: None

Lender: None

Attachment B20 - Trust Assets *

DOYLE D. HEATON AND MARY K. HEATON IRREOVABLE TRUST DATED MAY 28, 1991

Property	Policy No.	Net Cash Surrender Value
Lincoln Financial Survivorship Life Insurance Policy	2717585	\$ 231,941.57
Lincoln Financial Survivorship Life Insurance Policy	2716934	\$ 548,967.87
Lincoln Financial Survivorship Life Insurance Policy	JF5046052	\$ 323,017.94
		\$ 1,103,927.38

HEATON FAMILY REVOCABLE TRUST DATED FEBRUARY 6, 1986

HELD BY	Account No.	Amount
US Bank	1-534-0076-3022	\$ 28,200.78
TOTAL		\$ 28,200.78

DOYLE D. HEATON ALASKA TRUST DATED SEPTEMBER 24, 2008

HELD BY	Account No.	Amount
Federated US Treasury Cash Reserves Fund #125		\$ 420,534.19
Northrim Principal MM Acct		\$ 171,973.35
Northrim Income MM Acct		\$ 8,591.03
133 Parks, LLC		\$ 1.00
TOTAL		\$ 601,099.57

REAL PROPERTY OWNED BY 133 PARKS, LLC	ADDRESS	CITY	APN	1st Trust Deed	Fair Market Value	Secured Debt First	Secured Debt Second	TOTAL SECURED DEBT	% Interest Owned
	A23 Denali View Dr.	State of Alaska	N/A	N/A	\$ 48,000.00	\$ -	\$ -	\$ -	100%
					\$ 48,000.00	\$ -	\$ -	\$ -	100%

MARY K. HEATON ALASKA TRUST DATED SEPTEMBER 24, 2008

HELD BY	Account No.	Amount
Federated US Treasury Cash Reserves Fund #125		\$ 60,000.82
Northrim Principal MM Acct		\$ 178,618.60
Northrim Income MM Acct		\$ 1,145.53
TOTAL		\$ 239,764.95

DOYLE D. HEATON QUALIFIED PERSONAL RESIDENCE TRUST WALNUT CREEK

HELD BY	ADDRESS	CITY	APN	1st Trust Deed	Fair Market Value	Secured Debt First	Secured Debt Second	TOTAL SECURED DEBT	% Interest Owned
Heaton Enterprises I, LLC	2960 Cherry Lane	Walnut Creek, CA 94597	148-160-016-9-00	Heritage Bank	\$ 850,000.00	\$ 787,000.00	\$ -	\$ 787,000.00	50%
					\$ 850,000.00	\$ 787,000.00	\$ -	\$ 787,000.00	

MARY K. HEATON QUALIFIED PERSONAL RESIDENCE TRUST WALNUT CREEK

HELD BY	ADDRESS	CITY	APN	1st Trust Deed	Fair Market Value	Secured Debt First	Secured Debt Second	TOTAL SECURED DEBT	% Interest Owned
Heaton Enterprises II, LLC	2960 Cherry Lane	Walnut Creek, CA 94597	148-160-016-9-00	Heritage Bank	\$ 850,000.00	\$ 787,000.00	\$ -	\$ 787,000.00	50%
					\$ 850,000.00	\$ 787,000.00	\$ -	\$ 787,000.00	

DOYLE D. HEATON QUALIFIED PERSONAL RESIDENCE TRUST TRUCKEE

HELD BY	ADDRESS	CITY	APN	1st Trust Deed	Fair Market Value	Secured Debt First	Secured Debt Second	TOTAL SECURED DEBT	% Interest Owned
Heaton Enterprises III, LLC	12916 Falcon Point Pl	Truckee, CA	45-110-09-000	Bank of America	\$ 800,000.00	\$ 271,519.00	\$ -	\$ 271,519.00	55%
Heaton Enterprises III, LLC	12972 Muhlbach Way	Truckee, CA	45-510-30-000	Anthony & Angela	\$ 250,000.00	\$ 239,489.00	\$ -	\$ 239,489.00	100%
					\$ 1,050,000.00	\$ 511,008.00	\$ -	\$ 511,008.00	

* The Trusts listed herein and the assets of such Trusts do not constitute property of the Debtors' estate, but are provided here for disclosure purposes only.

Accounts Created Under the Uniform Gift to Minors Act										
Bank Name	Account Type	Contact Person Name	Street Address	City	State	Zip Code	Telephone Number	Fax Number	Account Number	Account Balance
SEAN HEATON'S ACCOUNTS										
City National Bank	CD	Jane McKelvie	10801 West Charleston Blvd, Ste 250	Las Vegas	NV	89135	702-952-4485	702-952-4437	xxxxx8869	18,654.64
CHAD HEATON'S ACCOUNTS										
City National Bank	CD	Jane McKelvie	10801 West Charleston Blvd, Ste 250	Las Vegas	NV	89135	702-952-4485	702-952-4437	xxxxx0109	57,613.86
City National Bank	CD	Jane McKelvie	10801 West Charleston Blvd, Ste 250	Las Vegas	NV	89135	702-952-4485	702-952-4437	xxxxx9407	24,939.34
GREGG HEATON'S ACCOUNTS										
City National Bank	CD	Jane McKelvie	10801 West Charleston Blvd, Ste 250	Las Vegas	NV	89135	702-952-4485	702-952-4437	xxxxx9393	32,442.55
City National Bank	CD	Jane McKelvie	10801 West Charleston Blvd, Ste 250	Las Vegas	NV	89135	702-952-4485	702-952-4437	xxxxx8478	31,487.85
										165,138.24

The accounts listed herein were created for the benefit of the Debtors' minor children over 20 years ago and do not constitute property of the estate. This information is provided here for disclosure purposes only.

In re **Doyle D. Heaton,
Mary K. Heaton**Case No. **10-40297**

Debtors

SCHEDULE C - PROPERTY CLAIMED AS EXEMPTDebtor claims the exemptions to which debtor is entitled under:
(Check one box)☐ 11 U.S.C. §522(b)(2)☒ 11 U.S.C. §522(b)(3)☐ Check if debtor claims a homestead exemption that exceeds
\$136,875.

Description of Property	Specify Law Providing Each Exemption	Value of Claimed Exemption	Current Value of Property Without Deducting Exemption
2005 Lexus SC430	C.C.P. § 704.010	2,550.00	29,500.00
Miscellaneous furnishings, appliances, provisions and personal effects	C.C.P. § 704.020	62,000.00	62,000.00
Miscellaneous jewelry	C.C.P. § 704.040	5,000.00	5,000.00
Tools of trade, personal property used in trade, business or profession, including 2003 Lexus LX470	C.C.P. § 704.060	13,475.00	13,475.00
Social security benefits (all future benefits)	C.C.P. § 704.080	Unlimited	Unlimited
Cigna whole life insurance policy no. 1976471 held under the Delco Builders and Developers, Inc. Profit Sharing Plan	C.C.P. § 704.100	139,732.94	139,732.94
* Lincoln Financial Survivorship Life Insurance Policies held by the Doyle D. Heaton and Mary K. Heaton Irrevocable Trust dated May 28, 1991	C.C.P. § 704.100 C.C.P. 704.115	1,103,927.38	1,103,927.38
Delco Builders and Developers, Inc. Profit Sharing Plan	C.C.P. § 704.115	1,822,585.50	1,822,585.50
Wachovia / Wells Fargo Investments IRA Account No. xxxx-0397	C.C.P. §§ 704.115	75,911.97	75,911.97
Northrim Bank Roth IRA Account No. xxxx-xx3927	C.C.P. §§ 704.115	6,000.00	6,000.00
* Residence located at 2960 Cherry Lane, Walnut Creek, CA	C.C.P. § 704.730	63,000.00	850,000.00

* The Trust assets listed above do not constitute property of the estate. However, to the extent that Trust assets are construed as property of the estate, the Debtors claim the Trust assets listed above are exempt.

Total: **3,294,182.79** **4,108,132.79**

In re **Doyle D. Heaton,
Mary K. Heaton**Case No. **10-40297**

Debtors

SCHEDULE D - CREDITORS HOLDING SECURED CLAIMS

State the name, mailing address, including zip code, and last four digits of any account number of all entities holding claims secured by property of the debtor as of the date of filing of the petition. The complete account number of any account the debtor has with the creditor is useful to the trustee and the creditor and may be provided if the debtor chooses to do so. List creditors holding all types of secured interests such as judgment liens, garnishments, statutory liens, mortgages, deeds of trust, and other security interests.

List creditors in alphabetical order to the extent practicable. If a minor child is a creditor, the child's initials and the name and address of the child's parent or guardian, such as "A.B., a minor child, by John Doe, guardian." Do not disclose the child's name. See, 11 U.S.C. §112 and Fed. R. Bankr. P. 1007(m). If all secured creditors will not fit on this page, use the continuation sheet provided.

If any entity other than a spouse in a joint case may be jointly liable on a claim, place an "X" in the column labeled "Codebtor", include the entity on the appropriate schedule of creditors, and complete Schedule H - Codebtors. If a joint petition is filed, state whether the husband, wife, both of them, or the marital community may be liable on each claim by placing an "H", "W", "J", or "C" in the column labeled "Husband, Wife, Joint, or Community".

If the claim is contingent, place an "X" in the column labeled "Contingent". If the claim is unliquidated, place an "X" in the column labeled "Unliquidated". If the claim is disputed, place an "X" in the column labeled "Disputed". (You may need to place an "X" in more than one of these three columns.)

Total the columns labeled "Amount of Claim Without Deducting Value of Collateral" and "Unsecured Portion, if Any" in the boxes labeled "Total(s)" on the last sheet of the completed schedule. Report the total from the column labeled "Amount of Claim" also on the Summary of Schedules and, if the debtor is an individual with primarily consumer debts, report the total from the column labeled "Unsecured Portion" on the Statistical Summary of Certain Liabilities and Related Data.

☐ Check this box if debtor has no creditors holding secured claims to report on this Schedule D.

CREDITOR'S NAME AND MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B T O R	H U S B A N D W I F E J O I N T C O M M U N I T Y	DATE CLAIM WAS INCURRED, NATURE OF LIEN, AND DESCRIPTION AND VALUE OF PROPERTY SUBJECT TO LIEN	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM WITHOUT DEDUCTING VALUE OF COLLATERAL	UNSECURED PORTION, IF ANY
Account No.			1st Trust Deed					
America's Servicing Company PO Box 69768 Los Angeles, CA 90060-0768		H	Rental Property located at 8172 Locust Pl., Dublin, CA					
			Value \$ 430,000.00				231,490.00	0.00
Account No.			1st Trust Deed					
America's Servicing Company PO Box 69768 Los Angeles, CA 90060-0768		H	Rental Property located at 8192 Locust Pl., Dublin, CA					
			Value \$ 430,000.00				231,490.00	0.00
Account No.			1st Trust Deed					
America's Servicing Company PO Box 69768 Los Angeles, CA 90060-0768		H	Rental Property located at 640 Casella Way, Petaluma, CA					
			Value \$ 360,000.00				313,783.00	0.00
Account No.			1st Trust Deed					
America's Servicing Company PO Box 69768 Los Angeles, CA 90060-0768		H	Rental Property located at 684 Casella Way, Petaluma, CA					
			Value \$ 360,000.00				313,783.00	0.00
Subtotal (Total of this page)							1,090,546.00	0.00

11 continuation sheets attached

In re **Doyle D. Heaton,
Mary K. Heaton**Case No. **10-40297**

Debtors

SCHEDULE D - CREDITORS HOLDING SECURED CLAIMS

(Continuation Sheet)

CREDITOR'S NAME AND MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions.)	C O D E B O R R	Husband, Wife, Joint, or Community	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM WITHOUT DEDUCTING VALUE OF COLLATERAL	UNSECURED PORTION, IF ANY
		DATE CLAIM WAS INCURRED, NATURE OF LIEN, AND DESCRIPTION AND VALUE OF PROPERTY SUBJECT TO LIEN					
Account No.	H	1st Trust Deed					
America's Servicing Company PO Box 69768 Los Angeles, CA 90060-0768		Rental Property located at 719 Yorkshire, Petaluma, CA					
		Value \$ 360,000.00				313,783.00	0.00
Account No.	H	1st Trust Deed					
America's Servicing Company PO Box 69768 Los Angeles, CA 90060-0768		Rental Property located at 1479 Woodside Circle, Petaluma, CA					
		Value \$ 400,000.00				177,382.00	0.00
Account No.	H	1st Trust Deed					
America's Servicing Company PO Box 69768 Los Angeles, CA 90060-0768		Rental Property located at 1473 Woodside Circle, Petaluma, CA					
		Value \$ 400,000.00				177,382.00	0.00
Account No.	H	1st Trust Deed					
America's Servicing Company PO Box 69768 Los Angeles, CA 90060-0768		Rental Property located at 1475 Woodside Circle, Petaluma, CA					
		Value \$ 400,000.00				177,382.00	0.00
Account No.	H	1st Trust Deed					
Aurora Loan Services PO Box 78111 Phoenix, AZ 85062-8111		Rental Property located at 7094 Wineberry Way, Dublin, CA					
		Value \$ 430,000.00				239,309.00	0.00
Subtotal						1,085,238.00	0.00
(Total of this page)							

Sheet **1** of **11** continuation sheets attached to
Schedule of Creditors Holding Secured Claims

In re **Doyle D. Heaton,
Mary K. Heaton**Case No. **10-40297**

Debtors

SCHEDULE D - CREDITORS HOLDING SECURED CLAIMS

(Continuation Sheet)

CREDITOR'S NAME AND MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions.)	C O D E B O R R	Husband, Wife, Joint, or Community	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM WITHOUT DEDUCTING VALUE OF COLLATERAL	UNSECURED PORTION, IF ANY
		DATE CLAIM WAS INCURRED, NATURE OF LIEN, AND DESCRIPTION AND VALUE OF PROPERTY SUBJECT TO LIEN					
Account No.		1st Trust Deed					
Aurora Loan Services PO Box 78111 Phoenix, AZ 85062-8111	H	Rental Property located at 8203 Mulberry Pl., Dublin, CA					
		Value \$ 430,000.00				239,309.00	0.00
Account No.		1st Trust Deed					
Aurora Loan Services PO Box 78111 Phoenix, AZ 85062-8111	H	Rental Property located at 1100 Riverpine Circle, Petaluma, CA					
		Value \$ 390,000.00				168,924.00	0.00
Account No.		1st Trust Deed					
Aurora Loan Services PO Box 78111 Phoenix, AZ 85062-8111	H	Rental Property located at 1104 Riverpine Circle, Petaluma, CA					
		Value \$ 390,000.00				260,309.00	0.00
Account No.		1st Trust Deed					
Aurora Loan Services PO Box 78111 Phoenix, AZ 85062-8111	H	Rental Property located at 1477 Woodside Circle, Petaluma, CA					
		Value \$ 400,000.00				159,757.00	0.00
Account No.		1st Trust Deed					
Aurora Loan Services PO Box 78111 Phoenix, AZ 85062-8111	H	Rental Property located at 18 Village Square Pl., Petaluma, CA					
		Value \$ 510,000.00				300,719.00	0.00
Subtotal						1,129,018.00	0.00
(Total of this page)							

Sheet **2** of **11** continuation sheets attached to
Schedule of Creditors Holding Secured Claims

In re **Doyle D. Heaton,
Mary K. Heaton**Case No. **10-40297**

Debtors

SCHEDULE D - CREDITORS HOLDING SECURED CLAIMS
(Continuation Sheet)

CREDITOR'S NAME AND MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions.)	C O D E B O R R	Husband, Wife, Joint, or Community	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM WITHOUT DEDUCTING VALUE OF COLLATERAL	UNSECURED PORTION, IF ANY
		DATE CLAIM WAS INCURRED, NATURE OF LIEN, AND DESCRIPTION AND VALUE OF PROPERTY SUBJECT TO LIEN					
Account No.		1st Trust Deed					
Aurora Loan Services PO Box 78111 Phoenix, AZ 85062-8111	H	Rental Property located at 22 Village Square Pl., Petaluma, CA					
		Value \$ 510,000.00				300,719.00	0.00
Account No.		1st Trust Deed					
Bank of America PO Box 60875 Los Angeles, CA 90060-0875	H	Rental Property located at 1916 Belgrave Dr., Petaluma, CA					
		Value \$ 360,000.00				289,650.24	0.00
Account No.		UCC-1					
Bank of Marin 504 Redwood Blvd. Suite 100 Novato, CA 94947	H	Debtor's interest in Corona Road Associates, LLC					
		Value \$ 0.00				Unknown	Unknown
Account No.		UCC-1					
Bank of Marin 504 Redwood Blvd. Suite 100 Novato, CA 94947	H	Debtor's interest in Adobe Partners, LLC					
		Value \$ 0.00				Unknown	Unknown
Account No.		1st Trust Deed					
Bank of Marin 504 Redwood Blvd. Suite 100 Novato, CA 94947	J	Vacant lot located at 2962 Cherry Lane, Walnut Creek, CA					
		Value \$ 475,000.00				298,857.00	0.00
Sheet 3 of 11 continuation sheets attached to Schedule of Creditors Holding Secured Claims						Subtotal (Total of this page)	
						889,226.24	0.00

In re **Doyle D. Heaton,
Mary K. Heaton**Case No. **10-40297**

Debtors

SCHEDULE D - CREDITORS HOLDING SECURED CLAIMS

(Continuation Sheet)

CREDITOR'S NAME AND MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions.)	C O D E B O R R	Husband, Wife, Joint, or Community	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM WITHOUT DEDUCTING VALUE OF COLLATERAL	UNSECURED PORTION, IF ANY
		DATE CLAIM WAS INCURRED, NATURE OF LIEN, AND DESCRIPTION AND VALUE OF PROPERTY SUBJECT TO LIEN					
Account No.	H	1st Trust Deed					
CitiMortgage PO Box 6006 The Lakes, NV 88901-6006		Rental Property located at 8110 Locust Pl., Dublin, CA					
		Value \$ 430,000.00				233,991.00	0.00
Account No.	H	1st Trust Deed					
CitiMortgage PO Box 6006 The Lakes, NV 88901-6006		Rental Property located at 8211 Mulberry Pl., Dublin, CA					
		Value \$ 430,000.00				223,794.00	0.00
Account No.	H	1st Trust Deed					
Countrywide Home Loans PO Box 10219 Van Nuys, CA 91410-0219		Rental Property located at 713 Yorkshire, Petaluma, CA					
		Value \$ 360,000.00				312,159.00	0.00
Account No.	H	1st Trust Deed					
Countrywide Home Loans PO Box 10219 Van Nuys, CA 91410-0219		Rental Property located at 715 Yorkshire, Petaluma, CA					
		Value \$ 360,000.00				313,033.00	0.00
Account No.	H	UCC-1					
Exchange Bank 545 Fourth Street Santa Rosa, CA 95401		30% of the Debtor's interest in Adobe Partners, LLC					
		Value \$ 0.00				Unknown	Unknown
Subtotal						1,082,977.00	0.00
(Total of this page)							

Sheet **4** of **11** continuation sheets attached to
Schedule of Creditors Holding Secured Claims

In re **Doyle D. Heaton,
Mary K. Heaton**Case No. **10-40297**

Debtors

SCHEDULE D - CREDITORS HOLDING SECURED CLAIMS

(Continuation Sheet)

CREDITOR'S NAME AND MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions.)	C O D E B O R R	H W J C	Husband, Wife, Joint, or Community	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM WITHOUT DEDUCTING VALUE OF COLLATERAL	UNSECURED PORTION, IF ANY
			DATE CLAIM WAS INCURRED, NATURE OF LIEN, AND DESCRIPTION AND VALUE OF PROPERTY SUBJECT TO LIEN					
Account No.			1st Trust Deed					
First Horizon Bank PO Box 809 Memphis, TN 38101-0809		H	Rental Property located at 718 Anza Ct., Walnut Creek, CA					
			Value \$ 540,000.00				376,456.00	0.00
Account No.			2nd Trust Deed					
Heritage Bank 300 Main Street Pleasanton, CA 94566		H	Rental Property located at 713 Yorkshire, Petaluma, CA					
			Value \$ 360,000.00				175,000.00	127,159.00
Account No.			2nd Trust Deed					
Heritage Bank 300 Main Street Pleasanton, CA 94566		H	Rental Property located at 715 Yorkshire, Petaluma, CA					
			Value \$ 360,000.00				175,000.00	128,033.00
Account No.			2nd Trust Deed					
Heritage Bank 300 Main Street Pleasanton, CA 94566		H	Rental Property located at 8172 Locust Pl., Dublin, CA					
			Value \$ 430,000.00				175,000.00	0.00
Account No.			2nd Trust Deed					
Heritage Bank 300 Main Street Pleasanton, CA 94566		H	Rental Property located at 8192 Locust Pl., Dublin, CA					
			Value \$ 430,000.00				175,000.00	0.00
Subtotal							1,076,456.00	255,192.00
(Total of this page)								

Sheet **5** of **11** continuation sheets attached to
Schedule of Creditors Holding Secured Claims

In re **Doyle D. Heaton,
Mary K. Heaton**Case No. **10-40297**

Debtors

SCHEDULE D - CREDITORS HOLDING SECURED CLAIMS

(Continuation Sheet)

CREDITOR'S NAME AND MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions.)	C O D E B O R R	H W J C	Husband, Wife, Joint, or Community DATE CLAIM WAS INCURRED, NATURE OF LIEN, AND DESCRIPTION AND VALUE OF PROPERTY SUBJECT TO LIEN	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM WITHOUT DEDUCTING VALUE OF COLLATERAL	UNSECURED PORTION, IF ANY
Account No.								
Heritage Bank 300 Main Street Pleasanton, CA 94566	H		2nd Trust Deed Rental Property located at 7094 Wineberry Way, Dublin, CA				175,000.00	0.00
			Value \$	430,000.00				
Heritage Bank 300 Main Street Pleasanton, CA 94566	H		2nd Trust Deed Rental Property located at 8203 Mulberry Pl., Dublin, CA				175,000.00	0.00
			Value \$	430,000.00				
Heritage Bank 300 Main Street Pleasanton, CA 94566	H		2nd Trust Deed Rental Property located at 8110 Locust Pl., Dublin, CA				175,000.00	0.00
			Value \$	430,000.00				
Heritage Bank 300 Main Street Pleasanton, CA 94566	H		2nd Trust Deed Rental Property located at 8211 Mulberry Pl., Dublin, CA				175,000.00	0.00
			Value \$	430,000.00				
Heritage Bank 300 Main Street Pleasanton, CA 94566	H		2nd Trust Deed Rental Property located at 1729 Sapling #B, Concord, CA				175,000.00	12,954.00
			Value \$	230,000.00				
Subtotal (Total of this page)							875,000.00	12,954.00

Sheet 6 of 11 continuation sheets attached to
Schedule of Creditors Holding Secured Claims

Sheet **6** of **11** continuation sheets attached to
Schedule of Creditors Holding Secured Claims

In re **Doyle D. Heaton,
Mary K. Heaton**Case No. **10-40297**

Debtors

SCHEDULE D - CREDITORS HOLDING SECURED CLAIMS

(Continuation Sheet)

CREDITOR'S NAME AND MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions.)	C O D E B O R R	Husband, Wife, Joint, or Community	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM WITHOUT DEDUCTING VALUE OF COLLATERAL	UNSECURED PORTION, IF ANY
		H W J C					
Account No.	H	2nd Trust Deed				175,000.00	12,940.00
Heritage Bank 300 Main Street Pleasanton, CA 94566		Rental Property located at 1731 Sapling #A, Concord, CA					
Value \$		230,000.00					
Account No.	H	2nd Trust Deed				175,000.00	0.00
Heritage Bank 300 Main Street Pleasanton, CA 94566		Rental Property located at 1479 Woodside Circle, Petaluma, CA					
Value \$		400,000.00					
Account No.	H	2nd Trust Deed				175,000.00	0.00
Heritage Bank 300 Main Street Pleasanton, CA 94566		Rental Property located at 1473 Woodside Circle, Petaluma, CA					
Value \$		400,000.00					
Account No.	H	2nd Trust Deed				175,000.00	0.00
Heritage Bank 300 Main Street Pleasanton, CA 94566		Rental Property located at 1475 Woodside Circle, Petaluma, CA					
Value \$		400,000.00					
Account No.	H	2nd Trust Deed				160,000.00	0.00
Heritage Bank 300 Main Street Pleasanton, CA 94566		Rental Property located at 718 Anza Ct., Walnut Creek, CA					
Value \$		540,000.00					
Subtotal						860,000.00	12,940.00
(Total of this page)							

Sheet 7 of 11 continuation sheets attached to
Schedule of Creditors Holding Secured Claims

Sheet **7** of **11** continuation sheets attached to
Schedule of Creditors Holding Secured Claims

In re **Doyle D. Heaton,
Mary K. Heaton**Case No. **10-40297**

Debtors

SCHEDULE D - CREDITORS HOLDING SECURED CLAIMS

(Continuation Sheet)

CREDITOR'S NAME AND MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions.)	C O D E B O R R	Husband, Wife, Joint, or Community	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM WITHOUT DEDUCTING VALUE OF COLLATERAL	UNSECURED PORTION, IF ANY
		DATE CLAIM WAS INCURRED, NATURE OF LIEN, AND DESCRIPTION AND VALUE OF PROPERTY SUBJECT TO LIEN					
Account No.							
Meadow Creek Group, LLC 333 Civic Drive Pleasant Hill, CA 94523		H	UCC-1 Debtor's interest in Washington Associates, LLC (to be dissolved).				
			Value \$ 0.00			Unknown	Unknown
Account No.							
Michael J. Goldfarb Enterprises, LLC 600 University Street Suite 2912 Seattle, WA 98101		C	UCC-1 Debtor's interest in Antinori Development, LLC		X		
			Value \$ Unknown			Unknown	Unknown
Account No.							
Wachovia Mortgage 2525 Corporate Place Suite 250 Monterey Park, CA 91754		H	1st Trust Deed Rental Property located at 1729 Sapling #B, Concord, CA				
			Value \$ 230,000.00			67,954.00	0.00
Account No.							
Wachovia Mortgage 2525 Corporate Place Suite 250 Monterey Park, CA 91754		H	1st Trust Deed Rental Property located at 1731 Sapling #A, Concord, CA				
			Value \$ 230,000.00			67,940.00	0.00
Account No.							
Washington Mutual Bank PO Box 78148 Phoenix, AZ 85062-8148		H	1st Trust Deed Rental Property located at 1632 Oak Park Blvd., Pleasant Hill, CA				
			Value \$ 540,000.00			433,000.00	0.00
Subtotal						568,894.00	0.00
(Total of this page)							

Sheet **8** of **11** continuation sheets attached to
Schedule of Creditors Holding Secured Claims

In re **Doyle D. Heaton,
Mary K. Heaton**Case No. **10-40297**

Debtors

SCHEDULE D - CREDITORS HOLDING SECURED CLAIMS

(Continuation Sheet)

CREDITOR'S NAME AND MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions.)	C O D E B O R R	Husband, Wife, Joint, or Community	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM WITHOUT DEDUCTING VALUE OF COLLATERAL	UNSECURED PORTION, IF ANY
		DATE CLAIM WAS INCURRED, NATURE OF LIEN, AND DESCRIPTION AND VALUE OF PROPERTY SUBJECT TO LIEN					
Account No.	H	1st Trust Deed					
Washington Mutual Bank PO Box 78148 Phoenix, AZ 85062-8148		Rental Property located at 1636 Oak Park Blvd., Pleasant Hill, CA					
		Value \$ 540,000.00				429,022.00	0.00
Account No.	H	1st Trust Deed					
Washington Mutual Bank PO Box 78148 Phoenix, AZ 85062-8148		Rental Property located at 1640 Oak Park Blvd., Units A & B, Pleasant Hill, CA					
		Value \$ 540,000.00				431,951.00	0.00
Account No.	H	1st Trust Deed					
Washington Mutual Bank PO Box 78148 Phoenix, AZ 85062-8148		Rental Property located at 708 Casella Way, Petaluma, CA					
		Value \$ 360,000.00				314,118.00	0.00
Account No.	H	1st Trust Deed					
Washington Mutual Bank PO Box 78148 Phoenix, AZ 85062-8148		Rental Property located at 712 Casella Way, Petaluma, CA					
		Value \$ 360,000.00				316,412.71	0.00
Account No.	H	LOC Security					
Wells Fargo Bank Attn: Ryan Stark 600 California Street, 19th Floor San Francisco, CA 94108		Rental Property located at 1632 Oak Park Blvd., Pleasant Hill, CA					
		Value \$ 540,000.00				416,667.00	309,667.00
Subtotal						1,908,170.71	309,667.00
(Total of this page)							

Sheet **9** of **11** continuation sheets attached to
Schedule of Creditors Holding Secured Claims

In re **Doyle D. Heaton,
Mary K. Heaton**Case No. **10-40297**

Debtors

SCHEDULE D - CREDITORS HOLDING SECURED CLAIMS

(Continuation Sheet)

CREDITOR'S NAME AND MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions.)	C O D E B O R R	Husband, Wife, Joint, or Community	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM WITHOUT DEDUCTING VALUE OF COLLATERAL	UNSECURED PORTION, IF ANY
		DATE CLAIM WAS INCURRED, NATURE OF LIEN, AND DESCRIPTION AND VALUE OF PROPERTY SUBJECT TO LIEN					
Account No.							
Wells Fargo Bank Attn: Ryan Stark 600 California Street, 19th Street San Francisco, CA 94108		H	LOC Security				
			Rental Property located at 1636 Oak Park Blvd., Pleasant Hill, CA				
			Value \$ 540,000.00			416,667.00	305,689.00
Account No.							
Wells Fargo Bank Attn: Ryan Stark 600 California Street, 19th Street San Francisco, CA 94108		H	LOC Security				
			Rental Property located at 1640 Oak Park Blvd., Units A & B, Pleasant Hill, CA				
			Value \$ 540,000.00			416,667.00	308,618.00
Account No.							
Wells Fargo Bank Attn: Ryan Stark 600 California Street, 19th Street San Francisco, CA 94108		X H	UCC-1				
			Debtor's interest in Mardel, LLC				
			Value \$ 0.00			Unknown	Unknown
Account No.							
Wells Fargo Bank Attn: Ryan Stark 600 California Street, 19th Street San Francisco, CA 94108		X H	UCC-1				
			99% of the Debtor's interest in Oak Brook Partners II, LLC				
			Value \$ 50,000 - \$500,000			Unknown	Unknown
Account No.							
Wells Fargo Bank Attn: Ryan Stark 600 California Street, 19th Street San Francisco, CA 94108		H	LOC Security				
			Rental Property located at 1477 Woodside Circle, Petaluma, CA				
			Value \$ 400,000.00			416,667.00	176,424.00
Subtotal						1,250,001.00	790,731.00
(Total of this page)							

Sheet **10** of **11** continuation sheets attached to
Schedule of Creditors Holding Secured Claims

In re **Doyle D. Heaton,
Mary K. Heaton**Case No. **10-40297**

Debtors

SCHEDULE D - CREDITORS HOLDING SECURED CLAIMS

(Continuation Sheet)

CREDITOR'S NAME AND MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions.)	C O D E B O R R	H W J C	Husband, Wife, Joint, or Community	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM WITHOUT DEDUCTING VALUE OF COLLATERAL	UNSECURED PORTION, IF ANY
			DATE CLAIM WAS INCURRED, NATURE OF LIEN, AND DESCRIPTION AND VALUE OF PROPERTY SUBJECT TO LIEN					
Account No.			LOC Security					
Wells Fargo Bank Attn: Ryan Stark 600 California Street, 19th Street San Francisco, CA 94108		H	Rental Property located at 18 Village Square Pl., Petaluma, CA					
			Value \$ 510,000.00				416,667.00	207,386.00
Account No.			LOC Security					
Wells Fargo Bank Attn: Ryan Stark 600 California Street, 19th Street San Francisco, CA 94108		H	Rental Property located at 22 Village Square Pl., Petaluma, CA					
			Value \$ 510,000.00				416,667.00	207,386.00
Account No.								
			Value \$					
Account No.								
			Value \$					
Account No.								
			Value \$					

Sheet **11** of **11** continuation sheets attached to
Schedule of Creditors Holding Secured ClaimsSubtotal
(Total of this page)**833,334.00****414,772.00**Total
(Report on Summary of Schedules)**12,648,860.95****1,796,256.00**

In re **Doyle D. Heaton,
Mary K. Heaton**

Case No. **10-40297**

Debtors

SCHEDULE E - CREDITORS HOLDING UNSECURED PRIORITY CLAIMS

A complete list of claims entitled to priority, listed separately by type of priority, is to be set forth on the sheets provided. Only holders of unsecured claims entitled to priority should be listed in this schedule. In the boxes provided on the attached sheets, state the name, mailing address, including zip code, and last four digits of the account number, if any, of all entities holding priority claims against the debtor or the property of the debtor, as of the date of the filing of the petition. Use a separate continuation sheet for each type of priority and label each with the type of priority.

The complete account number of any account the debtor has with the creditor is useful to the trustee and the creditor and may be provided if the debtor chooses to do so. If a minor child is a creditor, state the child's initials and the name and address of the child's parent or guardian, such as "A.B., a minor child, by John Doe, guardian." Do not disclose the child's name. See, 11 U.S.C. § 112 and Fed. R. Bankr. P. 1007(m).

If any entity other than a spouse in a joint case may be jointly liable on a claim, place an "X" in the column labeled "Codebtor," include the entity on the appropriate schedule of creditors, and complete Schedule H-Codebtors. If a joint petition is filed, state whether the husband, wife, both of them, or the marital community may be liable on each claim by placing an "H," "W," "J," or "C" in the column labeled "Husband, Wife, Joint, or Community." If the claim is contingent, place an "X" in the column labeled "Contingent." If the claim is unliquidated, place an "X" in the column labeled "Unliquidated." If the claim is disputed, place an "X" in the column labeled "Disputed." (You may need to place an "X" in more than one of these three columns.)

Report the total of claims listed on each sheet in the box labeled "Subtotals" on each sheet. Report the total of all claims listed on this Schedule E in the box labeled "Total" on the last sheet of the completed schedule. Report this total also on the Summary of Schedules.

Report the total of amounts entitled to priority listed on each sheet in the box labeled "Subtotals" on each sheet. Report the total of all amounts entitled to priority listed on this Schedule E in the box labeled "Totals" on the last sheet of the completed schedule. Individual debtors with primarily consumer debts report this total also on the Statistical Summary of Certain Liabilities and Related Data.

Report the total of amounts not entitled to priority listed on each sheet in the box labeled "Subtotals" on each sheet. Report the total of all amounts not entitled to priority listed on this Schedule E in the box labeled "Totals" on the last sheet of the completed schedule. Individual debtors with primarily consumer debts report this total also on the Statistical Summary of Certain Liabilities and Related Data.

☐ Check this box if debtor has no creditors holding unsecured priority claims to report on this Schedule E.

TYPES OF PRIORITY CLAIMS (Check the appropriate box(es) below if claims in that category are listed on the attached sheets)

☐ **Domestic support obligations**

Claims for domestic support that are owed to or recoverable by a spouse, former spouse, or child of the debtor, or the parent, legal guardian, or responsible relative of such a child, or a governmental unit to whom such a domestic support claim has been assigned to the extent provided in 11 U.S.C. § 507(a)(1).

☐ **Extensions of credit in an involuntary case**

Claims arising in the ordinary course of the debtor's business or financial affairs after the commencement of the case but before the earlier of the appointment of a trustee or the order for relief. 11 U.S.C. § 507(a)(3).

☐ **Wages, salaries, and commissions**

Wages, salaries, and commissions, including vacation, severance, and sick leave pay owing to employees and commissions owing to qualifying independent sales representatives up to \$10,950* per person earned within 180 days immediately preceding the filing of the original petition, or the cessation of business, whichever occurred first, to the extent provided in 11 U.S.C. § 507(a)(4).

☐ **Contributions to employee benefit plans**

Money owed to employee benefit plans for services rendered within 180 days immediately preceding the filing of the original petition, or the cessation of business, whichever occurred first, to the extent provided in 11 U.S.C. § 507(a)(5).

☐ **Certain farmers and fishermen**

Claims of certain farmers and fishermen, up to \$5,400* per farmer or fisherman, against the debtor, as provided in 11 U.S.C. § 507(a)(6).

☐ **Deposits by individuals**

Claims of individuals up to \$2,425* for deposits for the purchase, lease, or rental of property or services for personal, family, or household use, that were not delivered or provided. 11 U.S.C. § 507(a)(7).

☒ **Taxes and certain other debts owed to governmental units**

Taxes, customs duties, and penalties owing to federal, state, and local governmental units as set forth in 11 U.S.C. § 507(a)(8).

☐ **Commitments to maintain the capital of an insured depository institution**

Claims based on commitments to the FDIC, RTC, Director of the Office of Thrift Supervision, Comptroller of the Currency, or Board of Governors of the Federal Reserve System, or their predecessors or successors, to maintain the capital of an insured depository institution. 11 U.S.C. § 507(a)(9).

☐ **Claims for death or personal injury while debtor was intoxicated**

Claims for death or personal injury resulting from the operation of a motor vehicle or vessel while the debtor was intoxicated from using alcohol, a drug, or another substance. 11 U.S.C. § 507(a)(10).

* Amounts are subject to adjustment on April 1, 2010, and every three years thereafter with respect to cases commenced on or after the date of adjustment.

In re **Doyle D. Heaton,
Mary K. Heaton**Case No. **10-40297**

Debtors

SCHEDULE E - CREDITORS HOLDING UNSECURED PRIORITY CLAIMS

(Continuation Sheet)

**Taxes and Certain Other Debts
Owed to Governmental Units**

TYPE OF PRIORITY

CREDITOR'S NAME, AND MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions.)	C O D E B O R R	H W J C	Husband, Wife, Joint, or Community	D A T E C L A I M W A S I N C U R R E D A N D C O N S I D E R A T I O N F O R C L A I M	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM	AMOUNT NOT ENTITLED TO PRIORITY, IF ANY
									AMOUNT ENTITLED TO PRIORITY
Account No.									
Alameda County Assessor 1221 Oak Street Oakland, CA 94612		H							0.00
								8,804.70	8,804.70
Account No.									
Contra Costa County Tax Collector PO Box 631 Martinez, CA 94553		H							0.00
								25,892.90	25,892.90
Account No.									
Sonoma County Tax Collector PO Box 3879 Santa Rosa, CA 95402-3879		H							0.00
								31,738.29	31,738.29
Account No.									
Account No.									
Subtotal									0.00
(Total of this page)								66,435.89	66,435.89
Total									0.00
(Report on Summary of Schedules)								66,435.89	66,435.89

Sheet **1** of **1** continuation sheets attached to
Schedule of Creditors Holding Unsecured Priority Claims

In re **Doyle D. Heaton,
Mary K. Heaton**Case No. **10-40297**

Debtors

SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS

State the name, mailing address, including zip code, and last four digits of any account number, of all entities holding unsecured claims without priority against the debtor or the property of the debtor, as of the date of filing of the petition. The complete account number of any account the debtor has with the creditor is useful to the trustee and the creditor and may be provided if the debtor chooses to do so. If a minor child is a creditor, state the child's initials and the name and address of the child's parent or guardian, such as "A.B., a minor child, by John Doe, guardian." Do not disclose the child's name. See, 11 U.S.C. §112 and Fed. R. Bankr. P. 1007(m). Do not include claims listed in Schedules D and E. If all creditors will not fit on this page, use the continuation sheet provided.

If any entity other than a spouse in a joint case may be jointly liable on a claim, place an "X" in the column labeled "Codebtor," include the entity on the appropriate schedule of creditors, and complete Schedule H - Codebtors. If a joint petition is filed, state whether the husband, wife, both of them, or the marital community may be liable on each claim by placing an "H," "W," "J," or "C" in the column labeled "Husband, Wife, Joint, or Community."

If the claim is contingent, place an "X" in the column labeled "Contingent." If the claim is unliquidated, place an "X" in the column labeled "Unliquidated." If the claim is disputed, place an "X" in the column labeled "Disputed." (You may need to place an "X" in more than one of these three columns.)

Report the total of all claims listed on this schedule in the box labeled "Total" on the last sheet of the completed schedule. Report this total also on the Summary of Schedules and, if the debtor is an individual with primarily consumer debts, report this total also on the Statistical Summary of Certain Liabilities and Related Data.

☐ Check this box if debtor has no creditors holding unsecured claims to report on this Schedule F.

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B T O R	Husband, Wife, Joint, or Community		C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM
		H	W				
Account No.							
AICCO, Inc. 101 Hudson Street Jersey City, NJ 07302		X	H				83,641.00
Account No.							
America's Servicing Company PO Box 69768 Los Angeles, CA 90060-0768		J		X			346,706.00
Account No.							
American Motorists Insurance Company c/o Jenkins Athens 2552 Stanwell Drive Concord, CA 94520		H		X			200,000.00
Account No.							
Bank of Marin 504 Redwood Blvd. Suite 100 Novato, CA 94947		X	H	X			7,099,107.00
Subtotal (Total of this page)							7,729,454.00

6 continuation sheets attached

* Personal guaranty obligations listed above reflect the Debtor(s)' total potential exposure. The underlying obligations guaranteed by the Debtor(s), however, are secured in some cases by real estate assets owned by various affiliated non-debtor entities. The Debtor(s) anticipate that any deficiency claims on account of the Debtor(s)' guarantee obligations will be significantly reduced from the gross amounts set forth above.

In re **Doyle D. Heaton,
Mary K. Heaton**Case No. **10-40297**

Debtors

SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS

(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B O R R	Husband, Wife, Joint, or Community		C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM
		H W J C	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.				
Account No.			Surety Bonds *				
CBIC PO Box 9271 Seattle, WA 98109		H		X			127,500.00
Account No.			Personal Guaranty				
Central Pacific Bank 1420 Rocky Ridge Drive Suite 250 Roseville, CA 95661	X	H		X			3,038,328.00
Account No.			Line of Credit *				
City National Bank 10801 West Charleston Blvd. Suite 250 Las Vegas, NV 89135		C					391,915.00
Account No.			Litigation				
City National Bank c/o John P. LeCrone, Esq. David Wright & Tremaine LLP 865 S. Figueora St., Ste. 2400 Los Angeles, CA 90017		H		X	X	X	Unknown
Account No.			Promissory Note - \$827,612 Plus disputed litigation claims				
CV Anthony II, LLC 2 Ranch Road Novato, CA 94945	X	H			X		827,612.00
Sheet no. <u>1</u> of <u>6</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims							4,385,355.00
Subtotal (Total of this page)							

* Personal guaranty obligations listed above reflect the Debtor(s)' total potential exposure. The underlying obligations guaranteed by the Debtor(s), however, are secured in some cases by real estate assets owned by various affiliated non-debtor entities. The Debtor(s) anticipate that any deficiency claims on account of the Debtor(s)' guarantee obligations will be significantly reduced from the gross amounts set forth above.

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In re **Doyle D. Heaton,
Mary K. Heaton**Case No. **10-40297**

Debtors

SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS

(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B O R R	Husband, Wife, Joint, or Community		C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM
		H W J C	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.				
Account No.			Sales Contract				
Donna Goldberg 8123 Brittany Drive Dublin, CA 94568	X	C		X			200,000.00
Account No.			Real property located at 5075 Valley Crest Drive, #s, 245-248 and 257-262, that has been transferred by the Debtors to GKZ Investors, LLC				
EMC Mortgage PO Box 660753 Dallas, TX 75266-0753		J		X			1,354,500.00
Account No.			Personal Guaranty/Litigation				
Exchange Bank 545 Fourth Street Santa Rosa, CA 95401	X	H		X		X	353,594.00
Account No.			Litigation				
Exchange Bank c/o Jen Klose, Esq. Abbey Weitzenberg Warren & Emery PC 100 Stony Point Road Santa Rosa, CA 95401		H		X	X	X	Unknown
Account No.			Real property located at 4388 & 4390 St. Charles, Concord, CA and 706 Anza Ct., Walnut Creek, CA that has been transferred by the Debtors to Meadow Creek Group, LLC				
First Horizon Bank PO Box 809 Memphis, TN 38101-0809		J		X			544,846.00
Sheet no. 2 of 6 sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims							Subtotal (Total of this page) 2,452,940.00

* Personal guaranty obligations listed above reflect the Debtor(s)' total potential exposure. The underlying obligations guaranteed by the Debtor(s), however, are secured in some cases by real estate assets owned by various affiliated non-debtor entities. The Debtor(s) anticipate that any deficiency claims on account of the Debtor(s)' guarantee obligations will be significantly reduced from the gross amounts set forth above.

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In re **Doyle D. Heaton,
Mary K. Heaton**Case No. **10-40297**

Debtors

SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS

(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B O R R	H U S B A N D W I F E J O I N T O R	Husband, Wife, Joint, or Community	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM
			DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.				
Account No.			Personal Guaranty (contingent) - \$14,321,563 Line of Credit - \$106,206				
First Republic Bank 1400 Civic Drive Walnut Creek, CA 94596	X	J		X			14,427,769.00
Account No.			Personal Guaranty *				
Foundation Bank 1110 N.E. 112th Ave. Suite 200 Bellevue, WA 98004	X	H		X			4,000,000.00
Account No.			Promissory Note *				
Gonsalves and Santucci, Inc. 5141 Commercial Circle Concord, CA 94520		H		X			84,440.00
Account No.			Personal Guaranty				
Home Street Bank 2000 Two Union Square 601 Union Street Seattle, WA 98101	X	H		X			4,911,798.00
Account No.			Surety Bonds *				
Insco Dico Group 2999 Oak Park Road Suite 420 Walnut Creek, CA 94596		H		X			Unknown
Sheet no. 3 of 6 sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims							Subtotal (Total of this page)
							23,424,007.00

* Personal guaranty obligations listed above reflect the Debtor(s)' total potential exposure. The underlying obligations guaranteed by the Debtor(s), however, are secured in some cases by real estate assets owned by various affiliated non-debtor entities. The Debtor(s) anticipate that any deficiency claims on account of the Debtor(s)' guarantee obligations will be significantly reduced from the gross amounts set forth above.

In re **Doyle D. Heaton,
Mary K. Heaton**Case No. **10-40297**

Debtors

SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS

(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B T O R	Husband, Wife, Joint, or Community		C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM
		H W J C	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.				
Account No.			Promissory Note				
Jan Berkompas 1065 Gill Port Lane Walnut Creek, CA 94598	X	H		X			400,000.00
Account No.			Promissory Note				
John & Andrea Barella 431 Payran Street Petaluma, CA 94953	X	H		X			762,691.00
Account No.			Promissory Note				
Meadow Creek Group, LLC 1500 Willow Pass Court Concord, CA 94520		H		X			93,348.00
Account No.			Unsecured Loan				
Mechanics Bank 1333 N. California Blvd. Suite 600 Walnut Creek, CA 94596		H					388,563.00
Account No.			Promissory Note				
Michael J. Goldfarb Enterprises, LLC 600 University Street Suite 2912 Seattle, WA 98101		H		X			500,000.00
Sheet no. 4 of 6 sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims							
Subtotal (Total of this page)							2,144,602.00

In re **Doyle D. Heaton,
Mary K. Heaton**Case No. **10-40297**

Debtors

SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS

(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B O R R	Husband, Wife, Joint, or Community		C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM
		H W J C	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.				
Account No.			Personal Guaranty				
Regal Bank 10655 N.E. 4th Street Suite 800 Bellevue, WA 98004	X	H		X			6,359,434.00
Account No.			Litigation *				
Regal Financial Bank c/o Michael M. Feinberg, Esq. Karr Tuttle Campbell 1201 third Avenue, Suite 2900 Seattle, WA 98101	X	H		X	X	X	Unknown
Account No.			Litigation				
URO Petaluma c/o Carl J. Calnero, Esq. Porter Scott Attorneys 350 University Ave., Ste 200 Sacramento, CA 95825	X	H		X	X	X	Unknown
Account No.			Real property located at 1444, 1448, 1452 & 1456 Oak Park Blvd., Pleasant Hill, CA that has been transferred by the Debtors to Meadow Creek Group, LLC				
Washington Mutual Bank PO Box 78148 Phoenix, AZ 85062-8148		J		X			1,726,441.00
Account No.			Personal Guaranty				
Wells Fargo Bank Attn: Ryan Stark 600 California Street, 19th Floor San Francisco, CA 94108	X	H		X			63,949,071.00
Sheet no. 5 of 6 sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims							Subtotal (Total of this page)
							72,034,946.00

* Personal guaranty obligations listed above reflect the Debtor(s)' total potential exposure. The underlying obligations guaranteed by the Debtor(s), however, are secured in some cases by real estate assets owned by various affiliated non-debtor entities. The Debtor(s) anticipate that any deficiency claims on account of the Debtor(s)' guarantee obligations will be significantly reduced from the gross amounts set forth above.

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In re **Doyle D. Heaton,
Mary K. Heaton**Case No. **10-40297**

Debtors

SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS

(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B T O R	Husband, Wife, Joint, or Community	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM
		H W J C				
Account No.						
Wells Fargo Bank Attn: Ryan Stark 600 California Street, 19th Floor San Francisco, CA 94108	X	H		X		6,490,000.00
Account No.						
Account No.						
Account No.						
Account No.						
Sheet no. 6 of 6 sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims						6,490,000.00
Subtotal (Total of this page)						
Total (Report on Summary of Schedules)						118,661,304.00

In re **Doyle D. Heaton,
Mary K. Heaton**Case No. **10-40297**

Debtors

SCHEDULE G - EXECUTORY CONTRACTS AND UNEXPIRED LEASES

Describe all executory contracts of any nature and all unexpired leases of real or personal property. Include any timeshare interests. State nature of debtor's interest in contract, i.e., "Purchaser", "Agent", etc. State whether debtor is the lessor or lessee of a lease. Provide the names and complete mailing addresses of all other parties to each lease or contract described. If a minor child is a party to one of the leases or contracts, state the child's initials and the name and address of the child's parent or guardian, such as "A.B., a minor child, by John Doe, guardian." Do not disclose the child's name. See, 11 U.S.C. §112 and Fed. R. Bankr. P. 1007(m).

☐ Check this box if debtor has no executory contracts or unexpired leases.

Name and Mailing Address, Including Zip Code, of Other Parties to Lease or Contract	Description of Contract or Lease and Nature of Debtor's Interest. State whether lease is for nonresidential real property. State contract number of any government contract.
Antinori Development, LLC Todd McKittrick 653 S.W. 199th Place Normandy Park, WA 98166	Redemption Agreement for LLC Membership Rights
Bank of Marin 504 Redwood Blvd. Suite 100 Novato, CA 94947	Forbearance Agreement dated February 25, 2009 by Doyle Heaton & Mary Heaton, Trustees - Borrower/Guarantor
Castle Management 12885 Alcosta Blvd., Suite A San Ramon, CA 94583	Property Management contract
Centennial Homes, Inc. Dan Morgan 2 Ranch Road Novato, CA 94945	Settlement Agreement dated November 25, 2007
Josephine Parc, LLC c/o Todd McKittrick 653 S.W. 199th Place Normandy Park, WA 98166	Redemption Agreement for LLC Rights
Lee Lowe Property Management 8821 Lund Hill Lane Cotati, CA 94931	Property Management contract
Mahoney Davidson 628 E. Washington Street Suite C Petaluma, CA 94952	Property Management contract
Wells Fargo Bank Attn: Ryan Stark 600 California Street, 19th Street San Francisco, CA 94108	Settlement Agreement dated April 1, 2009 by Doyle Heaton, Guarantor

In re **Doyle D. Heaton,
Mary K. Heaton**Case No. **10-40297**

Debtors

SCHEDULE H - CODEBTORS

Provide the information requested concerning any person or entity, other than a spouse in a joint case, that is also liable on any debts listed by debtor in the schedules of creditors. Include all guarantors and co-signers. If the debtor resides or resided in a community property state, commonwealth, or territory (including Alaska, Arizona, California, Idaho, Louisiana, Nevada, New Mexico, Puerto Rico, Texas, Washington, or Wisconsin) within the eight year period immediately preceding the commencement of the case, identify the name of the debtor's spouse and of any former spouse who resides or resided with the debtor in the community property state, commonwealth, or territory. Include all names used by the nondebtor spouse during the eight years immediately preceding the commencement of this case. If a minor child is a codebtor or a creditor, state the child's initials and the name and address of the child's parent or guardian, such as "A.B., a minor child, by John Doe, guardian." Do not disclose the child's name. See, 11 U.S.C. §112 and Fed. R. Bankr. P. 1007(m).

☐ Check this box if debtor has no codebtors.

NAME AND ADDRESS OF CODEBTOR	NAME AND ADDRESS OF CREDITOR
Adobe Partnership, LLC 3480 Buskirk Avenue Suite 260 Pleasant Hill, CA 94523	Central Pacific Bank 1420 Rocky Ridge Drive Suite 250 Roseville, CA 95661
Antinori Development, LLC Todd McKittrick 653 S.W. 199th Place Normandy Park, WA 98166	Regal Bank 10655 N.E. 4th Street Suite 800 Bellevue, WA 98004
Bob Pohl, Dennis Simkin, Rick Town Bob Pohl, UCB Brokers 318 Diablo Road Suite C Danville, CA 94526	Donna Goldberg 8123 Brittany Drive Dublin, CA 94568
Cherry Lane Associates, L.P. 3480 Buskirk Avenue Suite 260 Pleasant Hill, CA 94523	Jan Berkompas 1065 Gill Port Lane Walnut Creek, CA 94598
Corona Road Associates, LLC 3480 Buskirk Avenue Suite 260 Pleasant Hill, CA 94523	Exchange Bank 545 Fourth Street Santa Rosa, CA 95401
DG&H, LLC 3480 Buskirk Avenue Suite 260 Pleasant Hill, CA 94523	Bank of Marin 504 Redwood Blvd. Suite 100 Novato, CA 94947
HWR, LLC 3480 Buskirk Avenue Suite 260 Pleasant Hill, CA 94523	First Republic Bank 1400 Civic Drive Walnut Creek, CA 94596
Josephine Parc, LLC c/o Todd McKittrick 653 S.W. 199th Place Normandy Park, WA 98166	Home Street Bank 2000 Two Union Square 601 Union Street Seattle, WA 98101
Josephine Parc, LLC c/o Todd McKittrick 653 S.W. 199th Place Normandy Park, WA 98166	Foundation Bank 1110 N.E. 112th Ave. Suite 200 Bellevue, WA 98004

In re **Doyle D. Heaton,
Mary K. Heaton**

Case No. **10-40297**

Debtors

SCHEDULE H - CODEBTORS

(Continuation Sheet)

NAME AND ADDRESS OF CODEBTOR	NAME AND ADDRESS OF CREDITOR
Mardel, LLC 3480 Buskirk Avenue Suite 260 Pleasant Hill, CA 94523	Wells Fargo Bank Attn: Ryan Stark 600 California Street, 19th Floor San Francisco, CA 94108
Mardel, LLC 3480 Buskirk Avenue Suite 260 Pleasant Hill, CA 94523	CV Anthony II, LLC 2 Ranch Road Novato, CA 94945
Oak Brook Partners II, LLC Robert Nichols 108 Meadow Crest Lane Walnut Creek, CA 94595	Wells Fargo Bank Attn: Ryan Stark 600 California Street, 19th Street San Francisco, CA 94108
Oak Brook Partners II, LLC Frank Capilla c/o Can Am Plumbing 151 Wyoming Street Pleasanton, CA 94566	Wells Fargo Bank Attn: Ryan Stark 600 California Street, 19th Street San Francisco, CA 94108
Oak Brook Partners II, LLC c/o Gonsalves and Santucci Steve Gonsalves 5141 Commercial Circle Concord, CA 94520	Wells Fargo Bank Attn: Ryan Stark 600 California Street, 19th Street San Francisco, CA 94108
Panattoni-Carlsen (Tenco) 8775 Folsom Blvd. Suite 200 Sacramento, CA 95826	URO Petaluma c/o Carl J. Calnero, Esq. Porter Scott Attorneys 350 University Ave., Ste 200 Sacramento, CA 95825
Petaluma Ventures, LLC 3480 Buskirk Avenue Suite 260 Pleasant Hill, CA 94523	Wells Fargo Bank Attn: Ryan Stark 600 California Street, 19th Floor San Francisco, CA 94108
Petaluma Ventures, LLC 3480 Buskirk Avenue Suite 260 Pleasant Hill, CA 94523	John & Andrea Barella 431 Payran Street Petaluma, CA 94953
Sean & Shannon Heaton 1047 Rancho Lindo Dr. Petaluma, CA 94952	Regal Financial Bank c/o Michael M. Feinberg, Esq. Karr Tuttle Campbell 1201 third Avenue, Suite 2900 Seattle, WA 98101
Sean Heaton 1047 Rancho Lindo Dr. Petaluma, CA 94952	Home Street Bank 2000 Two Union Square 601 Union Street Seattle, WA 98101

In re **Doyle D. Heaton,
Mary K. Heaton**

Case No. **10-40297**

Debtors

SCHEDULE H - CODEBTORS

(Continuation Sheet)

NAME AND ADDRESS OF CODEBTOR	NAME AND ADDRESS OF CREDITOR
Sean Heaton 1047 Rancho Lindo Dr. Petaluma, CA 94952	Regal Bank 10655 N.E. 4th Street Suite 800 Bellevue, WA 98004
Sonoma-Napa Partners, LLC 3480 Buskirk Avenue Suite 260 Pleasant Hill, CA 94523	Wells Fargo Bank Attn: Ryan Stark 600 California Street, 19th Floor San Francisco, CA 94108
Sonoma-Napa Partners, LLC 3480 Buskirk Avenue Suite 260 Pleasant Hill, CA 94523	AICCO, Inc. 101 Hudson Street Jersey City, NJ 07302
Southgate Partners, LLC 3480 Buskirk Avenue Suite 260 Pleasant Hill, CA 94523	Wells Fargo Bank Attn: Ryan Stark 600 California Street, 19th Floor San Francisco, CA 94108
Southgate Partners, LLC 3480 Buskirk Avenue Suite 260 Pleasant Hill, CA 94523	AICCO, Inc. 101 Hudson Street Jersey City, NJ 07302
The Heaton Family Revocable Trust dated February 6, 1986 3480 Buskirk Avenue Suite 260 Pleasant Hill, CA 94523	Wells Fargo Bank Attn: Ryan Stark 600 California Street, 19th Street San Francisco, CA 94108
Todd & Lanya McKittrick c/o McKittrick Real Estate Group 19803 1st Avenue Suite 200 Seattle, WA 98148	Regal Financial Bank c/o Michael M. Feinberg, Esq. Karr Tuttle Campbell 1201 third Avenue, Suite 2900 Seattle, WA 98101
Walden Park Associates, LLC 3480 Buskirk Avenue Suite 260 Pleasant Hill, CA 94523	First Republic Bank 1400 Civic Drive Walnut Creek, CA 94596

In re **Doyle D. Heaton**
Mary K. HeatonCase No. **10-40297**

Debtor(s)

SCHEDULE I - CURRENT INCOME OF INDIVIDUAL DEBTOR(S)

The column labeled "Spouse" must be completed in all cases filed by joint debtors and by every married debtor, whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed. Do not state the name of any minor child. The average monthly income calculated on this form may differ from the current monthly income calculated on Form 22A, 22B, or 22C.

Debtor's Marital Status:	DEPENDENTS OF DEBTOR AND SPOUSE	
Married	RELATIONSHIP(S): None.	AGE(S):
Employment:	DEBTOR	SPOUSE
Occupation		
Name of Employer	DRG Builders, Inc.	Self Employed
How long employed		
Address of Employer	3480 Buskirk Avenue Suite 260 Pleasant Hill, CA 94523	

INCOME: (Estimate of average or projected monthly income at time case filed)

1. Monthly gross wages, salary, and commissions (Prorate if not paid monthly)

DEBTOR	SPOUSE
\$ 10,000.00	\$ 0.00
\$ 0.00	\$ 0.00

2. Estimate monthly overtime

3. SUBTOTAL

\$ 10,000.00	\$ 0.00
---------------------	----------------

4. LESS PAYROLL DEDUCTIONS

a. Payroll taxes and social security

\$ 1,549.00	\$ 0.00
--------------------	----------------

b. Insurance

\$ 0.00	\$ 0.00
----------------	----------------

c. Union dues

\$ 0.00	\$ 0.00
----------------	----------------

d. Other (Specify):

\$ 0.00	\$ 0.00
----------------	----------------

5. SUBTOTAL OF PAYROLL DEDUCTIONS

\$ 1,549.00	\$ 0.00
--------------------	----------------

6. TOTAL NET MONTHLY TAKE HOME PAY

\$ 8,451.00	\$ 0.00
--------------------	----------------

7. Regular income from operation of business or profession or farm (Attach detailed statement)

\$ 0.00	\$ 683.00
----------------	------------------

8. Income from real property

\$ 47,695.00	\$ 0.00
---------------------	----------------

9. Interest and dividends

\$ 0.00	\$ 0.00
----------------	----------------

10. Alimony, maintenance or support payments payable to the debtor for the debtor's use or that of dependents listed above

\$ 0.00	\$ 0.00
----------------	----------------

11. Social security or government assistance

(Specify): **Social Security Income**

\$ 2,345.00	\$ 977.00
--------------------	------------------

12. Pension or retirement income

\$ 0.00	\$ 0.00
----------------	----------------

13. Other monthly income

(Specify): **Investment Income**

\$ 47.00	\$ 0.00
-----------------	----------------

14. SUBTOTAL OF LINES 7 THROUGH 13

\$ 50,087.00	\$ 1,660.00
---------------------	--------------------

15. AVERAGE MONTHLY INCOME (Add amounts shown on lines 6 and 14)

\$ 58,538.00	\$ 1,660.00
---------------------	--------------------

16. COMBINED AVERAGE MONTHLY INCOME: (Combine column totals from line 15)

\$ 60,198.00	
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(Report also on Summary of Schedules and, if applicable, on Statistical Summary of Certain Liabilities and Related Data)

17. Describe any increase or decrease in income reasonably anticipated to occur within the year following the filing of this document:

In re **Doyle D. Heaton**
Mary K. HeatonCase No. **10-40297**

Debtor(s)

SCHEDULE J - CURRENT EXPENDITURES OF INDIVIDUAL DEBTOR(S)

Complete this schedule by estimating the average or projected monthly expenses of the debtor and the debtor's family at time case filed. Prorate any payments made bi-weekly, quarterly, semi-annually, or annually to show monthly rate. The average monthly expenses calculated on this form may differ from the deductions from income allowed on Form 22A or 22C.

☐ Check this box if a joint petition is filed and debtor's spouse maintains a separate household. Complete a separate schedule of expenditures labeled "Spouse."

1. Rent or home mortgage payment (include lot rented for mobile home)(pre-paid through 06/2010)	\$	0.00
a. Are real estate taxes included? Yes <u> </u> No <u>X</u>		
b. Is property insurance included? Yes <u> </u> No <u>X</u>		
2. Utilities:		
a. Electricity and heating fuel	\$	350.00
b. Water and sewer	\$	100.00
c. Telephone	\$	160.00
d. Other <u>See Detailed Expense Attachment</u>	\$	521.00
3. Home maintenance (repairs and upkeep)	\$	500.00
4. Food	\$	675.00
5. Clothing	\$	200.00
6. Laundry and dry cleaning	\$	100.00
7. Medical and dental expenses	\$	656.00
8. Transportation (not including car payments)	\$	491.00
9. Recreation, clubs and entertainment, newspapers, magazines, etc.	\$	470.00
10. Charitable contributions	\$	0.00
11. Insurance (not deducted from wages or included in home mortgage payments)		
a. Homeowner's or renter's	\$	250.00
b. Life	\$	746.00
c. Health	\$	0.00
d. Auto	\$	262.00
e. Other <u> </u>	\$	0.00
12. Taxes (not deducted from wages or included in home mortgage payments)		
(Specify) <u>Property Taxes Cherry Lane & Truckee</u>	\$	1,196.00
13. Installment payments: (In chapter 11, 12, and 13 cases, do not list payments to be included in the plan)		
a. Auto	\$	0.00
b. Other <u>Mortgage on Falcon Point, Truckee (pre-paid through 06/2010)</u>	\$	0.00
c. Other <u> </u>	\$	0.00
14. Alimony, maintenance, and support paid to others	\$	0.00
15. Payments for support of additional dependents not living at your home	\$	0.00
16. Regular expenses from operation of business, profession, or farm (attach detailed statement)	\$	0.00
17. Other <u>See Detailed Expense Attachment</u>	\$	53,508.00

18. AVERAGE MONTHLY EXPENSES (Total lines 1-17. Report also on Summary of Schedules and, if applicable, on the Statistical Summary of Certain Liabilities and Related Data.)

\$	60,185.00
----	------------------

19. Describe any increase or decrease in expenditures reasonably anticipated to occur within the year following the filing of this document:

*** The total rental property expenses set forth herein assume payment of estimated monthly tax and maintenance obligations and debt service, to the extent of available rental proceeds. The Debtors do not intend to pay prepetition secured debt obligations absent order of the Court.**

20. STATEMENT OF MONTHLY NET INCOME

a. Average monthly income from Line 15 of Schedule I	\$	60,198.00
b. Average monthly expenses from Line 18 above	\$	60,185.00
c. Monthly net income (a. minus b.)	\$	13.00

In re **Doyle D. Heaton**
Mary K. Heaton

Case No. **10-40297**

Debtor(s)

SCHEDULE J - CURRENT EXPENDITURES OF INDIVIDUAL DEBTOR(S)
Detailed Expense Attachment

Other Utility Expenditures:

Garbage	\$ 30.00
Gardener	\$ 421.00
Security Monitoring	\$ 30.00
Pest Control	\$ 40.00
Total Other Utility Expenditures	\$ 521.00

Other Expenditures:

Accounting Fees	\$ 375.00
Travel Expenses	\$ 500.00
Misc Cash Expenses: Mary Heaton	\$ 813.00
Misc. Cash Expenses: Doyle Heaton	\$ 1,058.00
Truckee Household Expenses	\$ 1,750.00
Animal Veterinary Care	\$ 40.00
Dance Studio Expenses	\$ 568.00
Antique Business Expenses	\$ 149.00
Rental Property Expenses*	\$ 47,695.00
Cleaning Service	\$ 275.00
Bank Charges	\$ 285.00
Total Other Expenditures	\$ 53,508.00

United States Bankruptcy Court
Northern District of California

In re Doyle D. Heaton
Mary K. Heaton

Debtor(s)

Case No. 10-40297

Chapter 11

DECLARATION CONCERNING DEBTOR'S SCHEDULES

DECLARATION UNDER PENALTY OF PERJURY BY INDIVIDUAL DEBTOR

I declare under penalty of perjury that I have read the foregoing summary and schedules, consisting of
47 sheets, and that they are true and correct to the best of my knowledge, information, and belief.

Date 1/25/10

Signature Doyle D. Heaton
Doyle D. Heaton
Debtor

Date 1/25/10

Signature Mary K. Heaton
Mary K. Heaton
Joint Debtor

Penalty for making a false statement or concealing property: Fine of up to \$500,000 or imprisonment for up to 5 years or both.
18 U.S.C. §§ 152 and 3571.